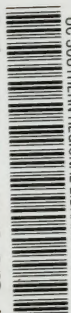


AA0008186587



UC SOUTHERN REGIONAL LIBRARY FACILITY

LIBRARY

DISTRICT COURT OF APPEALS

Appellate Division



THE LIBRARY
OF
THE UNIVERSITY
OF CALIFORNIA
LOS ANGELES

SCHOOL OF LAW

WITHDRAWN

L. A. CO. L. L



COMMENTARIES
ON
THE LAW OF
PRIVATE CORPORATIONS

BY
SEYMOUR D. THOMPSON, LL. D.

Author of Commentaries on the Law of
Negligence, Etc.

SECOND EDITION

IN WHICH THE ORIGINAL TEXT IS THOROUGHLY REVISED AND
REWRITTEN IN THE LIGHT OF THE LATEST AUTHORITIES

By JOSEPH W. THOMPSON

VOLUME SEVEN
ANNOTATED FORMS

INDIANAPOLIS
THE BOBBS-MERRILL COMPANY

1910

COPYRIGHT 1910
BY THE BOBBS-MERRILL COMPANY

THE HOLLENBECK PRESS
INDIANAPOLIS

CONTENTS.

ARTICLE ONE.

PROMOTER'S AGREEMENTS.

FORM No.

1. Promoter's agreement (1).
2. Promoter's agreement (2).
3. Promoter's agreement (3).

FORM No.

4. Promoter's agreement with partners (1).
5. Promoter's agreement with partners (2).

ARTICLE TWO.

SUBSCRIPTIONS BEFORE INCORPORATION.

FORM No.

6. Subscription before incorporation (short form).
7. Subscription agreement.
8. Subscriptions before incorporation (1).
9. Subscription before incorporation (2).
10. Conditional subscription before incorporation (1).
11. Conditional subscription before incorporation (2).

FORM No.

12. Subscription blank—Individual.
13. Subscription agreement—Promise to promoters.
14. Subscription before incorporation—Payable in stock.
15. Subscription agreement—Preferred stock with bonus.
16. Conditional subscriptions to commissioners.
17. Withdrawal of subscription.

ARTICLE THREE.

SUBSCRIPTIONS AFTER INCORPORATION.

FORM No.

18. Subscription after incorporation.
19. Subscription after incorporation—Individual.
20. Subscription after incorporation—Payable in property (1).

FORM No.

21. Subscription after incorporation—Payable in property (2).
22. Subscription after incorporation—Conditional.
23. Cancellation of subscription.

ARTICLE FOUR.

ARTICLES OF INCORPORATION.

1. Articles and Certificates Generally.
2. Special Object Clauses.
3. Preferred Stock Clauses.
4. Acknowledgment.
5. Affidavits.

1. Articles and Certificates Generally.

FORM No.	FORM No.
24. Articles of incorporation—General form.	41. Articles of incorporation—Hawaii.
25. Articles of incorporation—Alabama.	42. Articles of incorporation—Idaho.
26. Articles of incorporation—Alaska.	43. Articles of incorporation—Illinois (1).
27. Articles of incorporation—Arizona.	44. Articles of incorporation—Illinois (2).
28. Articles of agreement—Arkansas.	45. Articles of incorporation—Indiana (1).
29. Certificate of election—Arkansas.	46. Articles of incorporation—Indiana (2).
30. Articles of incorporation—California.	47. Articles of incorporation—Indiana (3).
31. Articles of voluntary association without capital stock—California.	48. Articles of incorporation—Iowa.
32. Articles of incorporation—Colorado.	49. Articles of incorporation—Kansas.
33. Articles of incorporation—Connecticut.	50. Articles of incorporation—Kentucky.
34. Certificate of organization—Connecticut.	51. Articles of incorporation—Louisiana.
35. Articles of incorporation—Delaware (1).	52. Articles of incorporation—Maine (1).
36. Articles of incorporation—Delaware (2).	53. Articles of incorporation—Maine (2).
37. Articles of incorporation—District of Columbia.	54. Articles of incorporation—Maine (3).
38. Articles of incorporation—Florida.	55. Articles of incorporation—Maryland.
39. Notice of publication—Florida.	56. Articles of incorporation—Massachusetts.
40. Articles of incorporation—Georgia.	57. Articles of organization—Massachusetts.

FORM No.

58. Articles of incorporation—Michigan (1).
59. Articles of incorporation—Michigan (2).
60. Articles of incorporation—Michigan (3).
61. Articles of incorporation—Minnesota.
62. Articles of incorporation—Mississippi.
63. Articles of incorporation—Missouri.
64. Articles of incorporation—Montana.
65. Articles of incorporation—Nebraska.
66. Articles of incorporation—Nevada.
67. Notice of incorporation—Nevada.
68. Articles of incorporation—New Hampshire.
69. Articles of incorporation—New Jersey (1).
70. Articles of incorporation—New Jersey (2).
71. New Jersey charter.
72. Articles of incorporation—New Jersey (3).
73. Articles of incorporation—New Mexico.
74. Articles of incorporation—New York (1).
75. Articles of incorporation—New York (2).
76. Articles of incorporation—North Carolina.
77. Articles of incorporation—North Dakota.
78. Articles of incorporation—Ohio (1).
79. Articles of incorporation—Ohio (2).
80. Articles of incorporation—Oklahoma.
81. Articles of incorporation—Oregon.
82. Notice of application for charter—Pennsylvania.

FORM No.

83. Proof of publication.
84. Application for charter to the governor—Pennsylvania.
85. Articles of incorporation—Philippine Islands.
86. Articles of incorporation—Porto Rico.
87. Articles of incorporation—Rhode Island.
88. Articles of incorporation—South Carolina.
89. Return of corporators—South Carolina.
90. Articles of incorporation—South Dakota (1).
91. Articles of incorporation—South Dakota (2).
92. Articles of incorporation—Tennessee.
93. Charter of incorporation—Tennessee.
94. Articles of incorporation—Texas.
95. Articles of incorporation—Utah.
96. Articles of incorporation—Vermont (1).
- 96a. Articles of incorporation—Vermont (2).
97. Articles of incorporation—Virginia.
98. Certificate of judge—Virginia.
99. Articles of incorporation—Washington.
100. Articles of incorporation—West Virginia.
101. Articles of incorporation—Wisconsin (1).
102. Articles of incorporation—Wisconsin (2).
103. Articles of incorporation—Wyoming.
104. Petition for incorporation—British Provinces (1).
105. Articles of incorporation—British Provinces (2).
106. Articles of incorporation—Mexico.

2. Special Object Clauses.

FORM No.	FORM No.
107. Abattoir.	153. Bronze.
108. Abstracts.	154. Brooms.
109. Acetylene gas.	155. Brushes.
110. Advertising.	156. Builders and contractors.
111. Agency.	157. Building.
112. Agricultural implements.	158. Building and development.
113. Air brakes, etc.	159. Building contractors.
114. Air power.	160. Building materials.
115. Air power motors.	161. Business college.
116. Alcoholic institutes.	162. Butchers.
117. Ammonia.	163. Buttons.
118. Ammunition.	164. Canning.
119. Amusement.	165. Car builders.
120. Amusement park.	166. Carbon engines.
121. Animal fanciers.	167. Carpet cleaning.
122. Apartment houses.	168. Cash registers.
123. Architects.	169. Cattle.
124. Art.	170. Cement.
125. Asbestos.	171. Cereals.
126. Asphalt.	172. Chemicals.
127. Auditors.	173. Chemists and druggists.
128. Automobiles.	174. Cigars.
129. Automobile storage and supplies.	175. City buildings.
130. Automobile tires.	176. Civil engineering.
131. Baker.	177. Clay.
132. Baking powder.	178. Cleansing and renovating.
133. Banana plantation.	179. Cloth.
134. Bank note.	180. Clothing.
135. Bicycles and automobiles.	181. Coal.
136. Biscuit.	182. Coal briquette.
137. Biscuits, crackers, cakes, etc.	183. Coffee.
138. Blast furnaces.	184. Cold storage.
139. Blooded stock.	185. Collection agency.
140. Blue-prints.	186. Colliery.
141. Bone dust manufactory.	187. Colonization.
142. Boom.	188. Commission merchants.
143. Boot and shoe.	189. Concrete construction.
144. Boot and shoe machinery.	190. Confectionery.
145. Boxes and trunks.	191. Construction.
146. Brandies.	192. Contractors and builders.
147. Breeders.	193. Co-operative society.
148. Brewing.	194. Cordage.
149. Brick.	195. Corn products.
150. Brick makers.	196. Correspondence school.
151. Bridge builders.	197. Cotton.
152. Brokers.	198. Cotton compress.
	199. Cotton oil.

FORM No.	FORM No.
200. Cotton plantations.	248. Garage.
201. Cotton yarn.	249. Garbage machinery.
202. Cutlery.	250. Gas fitters.
203. Dairy products.	251. Gas fixtures and lamps.
204. Decorators.	252. Gas-making machinery.
205. Dental supplies.	253. Gas retorts.
206. Department stores (1).	254. General contracting.
207. Department stores (2).	255. General stores.
208. Distillers.	256. Gineries.
209. Dock and terminal.	257. Glass.
210. Draining.	258. Glass, lime and building stone.
211. Dredging.	259. Glue.
212. Dressmakers.	260. Gold and silver ware.
213. Drilling.	261. Grain elevator.
214. Drugs.	262. Graphite.
215. Dry goods.	263. Hair dressing supplies.
216. Electrical business.	264. Hardware.
217. Electrical vehicles.	265. Hardware and supply stores.
218. Electrical machinery.	266. Heating apparatus—Electrical fixtures.
219. Electrical welding.	267. Holding stock in other corpo- rations.
220. Electrical work.	268. Hosiery.
221. Elevators.	269. Hotel.
222. Elevator machinery.	270. House furnishings.
223. Enameled goods.	271. Ice.
224. Enameled and stamped ware.	272. Ice machines.
225. Engineering.	273. Incorporation company.
226. Engineering and dredging.	274. Incubators.
227. Engraving.	275. Inspection of elevators.
228. Explosives.	276. Insurance.
229. Express business.	277. Insurance agency.
230. Fairs.	278. Insurance agents.
231. Farm products.	279. Investments.
232. Farm and dairy products.	280. Investors.
233. Farm products and live stock.	281. Iron.
234. Financial and financing.	282. Iron and steel.
234a. Financial investment.	283. Jewelry.
235. Fire extinguishers.	284. Kaolin.
236. Fire-proofing.	285. Knit goods.
237. Fisheries.	286. Lamps.
238. Flour.	287. Land and development.
239. Flume and Sluice.	288. Land and improvement.
240. Food products.	289. Laundry.
241. Foundry and machine shop.	290. Lead company.
242. Framing and mirrors.	291. Leather.
243. Freight agents.	292. Lighting and heating.
244. Fruit.	293. Liquors.
245. Fruit plantation.	294. Lithographing.
246. Furnaces and stoves.	
247. Furniture.	

FORM No.

- 295. Local express.
- 296. Lumber.
- 297. Lumber and nursery.
- 298. Lumber, iron, steel.
- 299. Machinery.
- 300. Machinery and engineering.
- 301. Machinery and tools.
- 302. Malt.
- 303. Manganese.
- 304. Manufacturing.
- 305. Market.
- 306. Matches.
- 307. Meats and cattle.
- 308. Medical institute.
- 309. Mercantile agency.
- 310. Merchandise brokerage.
- 311. Messenger service.
- 312. Metals.
- 313. Metal polish.
- 314. Mexican investments.
- 315. Mica.
- 316. Milk and dairy products.
- 317. Mineral oil.
- 318. Mining (1).
- 319. Mining (2).
- 320. Mining (3).
- 321. Mining (4).
- 322. Mining (5).
- 323. Mining (6).
- 324. Mortgages.
- 325. Motor cars (1).
- 326. Motor cars (2).
- 327. Musical instruments.
- 328. Natural gas.
- 329. Newspaper.
- 330. Newspaper and publishing.
- 331. Nickel.
- 332. Nursery.
- 333. Oil (1).
- 334. Oil (2).
- 335. Oil (Standard Oil Company of
New Jersey) (3).
- 336. Optical goods.
- 337. Omnibus.
- 338. Opera house.
- 339. Packing.
- 340. Paint.
- 341. Paper.
- 342. Passenger and baggage trans-
fer.

FORM No.

- 343. Patent medicines.
- 344. Patents and trade marks.
- 345. Pattern makers.
- 346. Paving.
- 347. Pharmaceutical chemists.
- 348. Phonographs.
- 349. Photography.
- 350. Pianos.
- 351. Pipe foundry.
- 352. Plumbing.
- 353. Plumbers' supplies.
- 354. Pottery.
- 355. Poultry and eggs.
- 356. Powder and dynamite.
- 357. Power.
- 358. Printing, publishing and sta-
tionery.
- 359. Prismatic glass.
- 360. Promotion.
- 361. Provisions.
- 362. Provisions and slaughtering.
- 363. Public works.
- 364. Publicity service.
- 365. Publishers.
- 366. Purchase and work patents.
- 367. Quarry.
- 368. Railroad (1).
- 369. Railroad (2).
- 370. Railroad appliances.
- 371. Railroad cars.
- 372. Railroad construction.
- 373. Railroad contractors.
- 374. Real estate.
- 375. Real estate agency and broker-
age.
- 376. Realty.
- 377. Restaurants.
- 378. Retail clothing and furnish-
ings.
- 379. Rolling mill.
- 380. Rubber.
- 381. Rubber goods.
- 382. Rummage sales.
- 383. Salt.
- 384. Salvage.
- 385. Sanitarium.
- 386. Sash and doors.
- 387. Sauces and pickles.
- 388. Saw mills.
- 389. Securities.

FORM No.	FORM No.
390. Separators.	426. Telephone.
391. Sewage.	427. Tile.
392. Sewing machines.	428. Theater and music hall.
393. Sheep.	429. Theatrical.
394. Sheet metal.	430. Thread.
395. Ship building.	431. Title insurance.
396. Silk.	432. Tobacco.
397. Slate.	433. Towing and transportation.
398. Slate and tile.	434. Trading stamps.
399. Slaughtering cattle.	435. Train control.
400. Slot machines.	436. Transfer.
401. Smelting.	437. Tropical trading.
402. Soap.	438. Trucking.
403. Spirits—Distilling.	439. Turbine engines.
404. Starch manufacturing.	440. Typesetting machines.
405. Steam.	441. Typewriting machines.
406. Steam boilers and heaters.	442. Undertakers.
407. Steamship.	443. Underwriting.
408. Steel foundries.	444. Vacuum cleaner.
409. Stencils.	445. Valves.
410. Stereopticon machines.	446. Warehouse.
411. Stereopticon views.	447. Watches, jewelry and precious stones.
412. Stevedores.	448. Water.
413. Stock foods.	449. Water heaters.
414. Stock yards.	450. Water transportation.
415. Storage batteries.	451. Welding.
416. Street railroad (1).	452. Wharf and warehouse.
417. Street railway (2).	453. Wheels and spokes.
418. Street railway (3).	454. Wood pulp.
419. Street sprinkling and cleaning.	455. Woodworking.
420. Sugar.	456. Woolen and worsted.
421. Sugar refineries.	457. Wrecking company (1).
422. Surgical instruments.	458. Wrecking (2).
423. Table water.	459. Yarn mill.
424. Tanneries.	
425. Telegraph.	

3. Preferred Stock Clauses.

FORM No.	FORM No.
460. Cumulative dividends and preference on dissolution with consent to increase and exchange.	463. Cumulative dividends limited and stock classified on increase with consent.
461. Cumulative dividends without participation in management.	464. Cumulative dividends and stock preference.
462. Convertible preferred shares.	465. Cumulative dividends and limited to par value on distribution.

FORM No.	FORM No.
466. Cumulative dividends and stock preference limited on distribution.	471. Non-cumulative dividends—Payable half-quarterly.
467. First and second preferred shares—Cumulative dividends and voting.	472. Preferred shares may be retired.
468. Non-cumulative dividends and par value on distribution.	473. Option to retire preference shares.
469. Non-cumulative dividends.	474. Right of preference shares to vote.
470. Non-cumulative dividends—Payable quarterly.	475. Founders' shares.

4. Acknowledgments.

FORM No.	FORM No.
476. General form of acknowledgment.	483. General form of acknowledgment.
477. General form of acknowledgment.	484. General form of acknowledgment.
478. General form of acknowledgment.	485. General form of acknowledgment.
479. General form of acknowledgment.	486. General form of acknowledgment.
480. General form of acknowledgment.	487. General form of acknowledgment.
481. General form of acknowledgment.	488. General form of acknowledgment.
482. General form of acknowledgment.	

5. Affidavits.

FORM No.	FORM No.
489. General form of affidavit.	503. Acknowledgment—Territory of Hawaii.
490. General form of affidavit.	504. Acknowledgment—New Jersey.
491. Anti-trust affidavit.	505. Acknowledgment—Idaho.
492. Acknowledgment—Alabama.	506. Acknowledgment—Illinois.
493. Acknowledgment—Alaska.	507. Acknowledgment—Indiana.
494. Acknowledgment—Arizona.	508. Acknowledgment—Iowa.
495. Acknowledgment—Arkansas.	509. Acknowledgment—Kansas.
496. Acknowledgment—California.	510. Acknowledgment—Kentucky.
497. Acknowledgment—Colorado.	511. Acknowledgment—Louisiana.
498. Acknowledgment—Connecticut.	512. Acknowledgment—Maine.
499. Acknowledgment—District of Columbia.	513. Acknowledgment—Maryland.
500. Acknowledgment—Delaware.	514. Acknowledgment—Massachusetts.
501. Acknowledgment—Florida.	515. Acknowledgment—Michigan.
502. Acknowledgment—Georgia.	

FORM No.	FORM No.
516. Acknowledgment—Minnesota.	532. Acknowledgment—Ohio.
517. Acknowledgment—Mississippi.	533. Acknowledgment—Oklahoma.
518. Acknowledgment—Missouri.	534. Acknowledgment—Oregon.
519. Acknowledgment—Montana.	535. Proof of execution—Pennsylvania outside of state.
520. Acknowledgment—Nebraska.	536. Acknowledgment — Rhode Island.
522. Acknowledgment—New Hampshire.	537. Acknowledgment—South Carolina.
523. Acknowledgment—New Jersey.	538. Acknowledgment — South Dakota.
524. Proof of execution—New Jersey.	539. Acknowledgment—Tennessee.
525. Proof of execution—Outside of state.	540. Acknowledgment—Texas.
526. Acknowledgment—New Mexico.	541. Acknowledgment—Utah.
527. Acknowledgment—New York.	542. Acknowledgment—Vermont.
528. Proof of execution—New York.	543. Acknowledgment—Virginia.
529. Proof of execution—North Carolina.	544. Acknowledgment—Washington.
530. Proof of execution—North Carolina.	545. Acknowledgment—West Virginia.
531. Acknowledgment—North Dakota.	546. Acknowledgment—Wisconsin.
	547. Acknowledgment—Wyoming.

ARTICLE FIVE.

STOCKHOLDERS' MEETING.

- A. First Meeting of Incorporators—Notice and Minutes.
- B. Annual or Regular Meetings—Call and Notice.
- C. Special Meetings—Call and Notice.
- D. Voting—Ballot—Proxy.
- E. Voting Trust Agreements.
- F. Inspector's Oath and Certificate.
- G. By-Laws.
- H. Miscellaneous Resolution—Certificates, etc.

- A. First Meeting of Incorporators—Notice and Minutes.

FORM No.	FORM No.
548. Notice of first meeting.	552. Proxy for first meeting of corporators.
549. Notice of first meeting—Massachusetts.	553. Minutes of first meeting of incorporators.
550. Proof of service of notice.	
551. Waiver of notice.	

B. Annual or Regular Meeting—Notice.

FORM No.	FORM No.
554. Notice to stockholder of annual meeting.	557. Notice of annual meeting by publication.
555. General notice of annual meeting of stockholders.	558. Request for secretary to give notice of special business.
556. Notice of annual meeting by publication.	559. Notice of special business at regular meeting.

C. Special Meeting—Call and Notice.

FORM No.	FORM No.
560. Call by stockholders.	570. Notice to stockholders.
561. Call by all stockholders.	571. Notice of election of directors.
562. Stockholders' request.	572. Notice to stockholders of meeting to change number of directors.
563. Stockholders' request—President's endorsement.	573. Notice to change number of directors—Publication.
564. Call by president.	574. Notice of stockholders—Proof of service.
565. Call by president.	575. Waiver of notice.
566. Call by president.	
567. Call by resolution.	
568. Call by directors.	
569. Call by directors addressed to president.	

D. Voting—Ballot—Proxy.

FORM No.	FORM No.
576. Ballot.	580. General proxy.
577. Secret ballot.	581. Proxy of corporation.
578. Ballot—Cumulative voting.	582. Proxy—Revocation.
579. Simple form of proxy.	

E. Voting Trust Agreements.

FORM No.	FORM No.
583. Voting trust agreement.	585. Voting trust agreement—On reorganization.
584. Voting trust agreement.	586. Voting trustees' certificate.

F. Inspector's Oath and Certificate.

FORM No.	FORM No.
587. Oath of inspectors.	588. Certificate of inspectors.

G. By-Laws.

FORM No.	FORM No.
589. General by-laws (short form).	592. By-laws of the United States Steel Corporation.
590. General by-laws (long form).	
591. By-laws of the ——— company.	

H. Miscellaneous Resolutions—Certificates, etc.

FORM No.	FORM No.
593. Amendment of articles— Change of name.	608. Amendment of by-law.
594. Amendment of articles—In- crease of capital stock.	609. Authorizing bonds secured by mortgage.
595. Increasing of capital stock.	610. Authorizing sale of entire as- sets.
596. Increase of capital stock— Stock dividends.	611. Authorizing consolidation.
597. Increase of capital stock— Convertible bond.	612. Increase of capital stock—Cer- tificate.
598. Amendment of articles—Re- duction and cancelation of capital stock.	613. Increase of capital stock—Cer- tificate.
599. Reduction of capital stock by cancelation.	614. Reduction of capital stock— Certificate.
600. Reduction of capital stock— Distribution of assets.	615. Change in number and denom- ination of shares—Certifi- cate.
601. Changing number and denom- ination of shares.	616. Classification of stock—Certif- icate.
602. Classifying stock.	617. Increasing directors at regular meeting—Certificate.
603. Amendment of articles of in- corporation—Increasing di- rectors.	618. Increasing directors at special meeting—Certificate.
604. Classification of directors.	619. Increasing directors — Unani- mous consent—Certificate.
605. Amendment of articles of in- corporation—Change of place of business.	620. Extension of corporate exist- ence—Certificate.
606. Extension of corporate exist- ence—Consent in writing.	621. Change of principal office— Vote of stockholders—Cer- tificate.
607. Change of principal office— Unanimous consent.	

ARTICLE SIX.

DIRECTORS' MEETINGS.

- A. Notice to Directors of Election.
- B. Calling Regular and Special Meetings.
- C. Notice and Minutes.
- D. Resolutions Generally.
- E. Notice of Calls—Dividends, etc.

A. Notice to Directors of Election.

FORM No.	FORM No.
622. Notice of election as director.	623. Notice of election as directors —Acceptance requested.

B. Calling Regular and Special Meetings.

FORM No.	FORM No.
624. Call of first meeting of directors—Waiver of notice.	626. Call by president.
625. Directors' meeting—Waiver of notice.	627. Call by president.
	628. Call by members of board.

C. Notice of Meetings and Minutes.

FORM No.	FORM No.
629. Notice of directors' meeting.	631. Minutes of directors' meeting.
630. Notice of special meeting.	

D. Resolutions Generally.

FORM No.	FORM No.
632. To borrow money.	643. Settlement of claim.
633. To borrow money.	644. Removal of plant.
634. To borrow money.	645. Removal of officer.
635. Selecting bank for deposit.	646. Declaring dividends.
636. Appointing time for regular meetings.	647. Declaring dividends.
637. Making calls.	648. Declaring stock dividends.
638. Making calls.	649. Declaring dividends on preferred stock.
639. Declaring forfeiture of stock.	650. Declaring dividends on preferred and common stock.
640. Authorizing sale of bonds.	651. Sale of entire assets.
641. Purchase of property.	
642. Ratifying sale of property.	

E. Notice of Calls, Dividends, etc.

FORM No.	FORM No.
652. Notice of call.	658. Notice of assessment.
653. Notice of calls.	659. Notice of dividend.
654. Waiver of notice of calls.	660. Notice of dividend.
655. Notice of sale of delinquent stock.	661. Notice of dividend.
656. Sale of delinquent stock.	662. Notice of dividend with check.
657. Notice of assessment.	663. Notice of dividend—Request for mailing orders.

ARTICLE SEVEN.

STOCK CERTIFICATES—ASSIGNMENTS.

- A. Common Stock.
- B. Preferred Stock.
- C. Lost Certificate.
- D. Assignments and Transfer.

A. Common Stock Certificates.

FORM No.	FORM No.
664. Common stock certificate.	668. Common stock installment certificate.
665. Common stock certificate.	
666. Stock certificate—Standard Oil form.	669. Stock certificate with stub.
667. Common stock certificate—Partly paid stock.	670. Stock certificate — Founders' shares.

B. Preferred Stock Certificates.

FORM No.	FORM No.
671. Preferred stock certificate.	673. Preferred stock certificate—With stub.
672. Preferred stock certificate.	

C. Lost Certificate.

FORM No.	FORM No.
674. Affidavit of loss.	675. Bond of indemnity.

D. Assignment and Transfer.

FORM No.	FORM No.
676. Assignment of stock certificate.	679. Separate assignment of certificate.
677. Assignment and transfer.	
678. Assignment of instalment certificate.	680. Assignment of subscriptions.
	681. Demand for transfer of stock.

ARTICLE EIGHT.

SIGNATURES AND INSTRUMENTS EXECUTED BY OFFICERS.

FORM No.	FORM No.
682. Corporate signature.	690. Resignation of director—Future date.
683. Corporate signature by agent.	
684. Corporate note executed by president.	691. Resignation of director—Peremptory.
685. Testimonium clause. Corporate signature.	692. Resignation of president—Conditional or tentative.
686. Proof of execution—Pennsylvania.	693. Affidavit.
687. Secretary's oath of office.	694. Anti-trust affidavit.
688. Treasurer's bond.	695. Anti-trust affidavit — Illinois (1).
689. Resignation of director—Effective on acceptance.	696. Anti-trust affidavit — Foreign corporation—Illinois (2).

ARTICLE NINE.

BONDS AND COUPONS.

FORM No.	FORM No.
697. Bond and coupons.	702. Registered bond (3).
698. Coupon bond (1).	703. Debenture.
699. Coupon bond (2).	704. Interest coupon.
700. Registered bond (1).	705. Trustees' certificate.
701. Registered bond (2).	706. Guaranty of corporate bonds.

ARTICLE TEN.

LEASES.

FORM No.	FORM No.
707. Lease of railroad in perpetuity —Percentage of gross earnings.	709. Railroad lease—Net earnings.
708. Lease of railroad in perpetuity —Fixed annual rent.	710. Railroad lease—Branch railroad in perpetuity for fixed rent.

ARTICLE ELEVEN.

MORTGAGES AND TRUST DEEDS.

FORM No.	FORM No.
711. Mortgages to secure bonds.	715. Stockholders' consent to mortgage.
712. Trust deed or mortgage securing bond.	716. Stockholders' consent to mortgage—Stockholders' meeting.
713. Stockholders' consent to mortgage.	717. Stockholders' consent to mortgage—Certificate.
714. Stockholders' consent to mortgage.	

ARTICLE TWELVE.

UNDERWRITING AGREEMENTS.

FORM No.	FORM No.
718. Underwriting agreement.	721. Underwriters' agreement (bonds).
719. Underwriting agreement.	
720. Underwriting agreement.	722. Underwriters' agreement (stock).

ARTICLE THIRTEEN.

OPTION AGREEMENTS.

FORM No.

FORM No.

- | | |
|-------------------------------------|----------------------------------|
| 723. Sale of business and property. | 725. Sale of corporate plant and |
| 724. Sale of capital stock. | property. |

ARTICLE FOURTEEN.

CHANGE OF NAME BY PETITION.

FORM No.

FORM No.

- | | |
|---|----------------------------|
| 726. Change of name—Petition. | 728. Change of name—Order. |
| 727. Change of name—Notice of ap-
plication. | |

ARTICLE FIFTEEN.

CONSOLIDATION.

FORM No.

FORM No.

- | | |
|---|---|
| 729. Consolidation agreement. | 733. Minutes of stockholders' meet-
ing—Action for consolida-
tion. |
| 730. Agreement for consolidation. | |
| 731. Consolidation agreement. | |
| 732. Conveyances to perfect consol-
idation agreement. | 734. Certificate of merger. |

ARTICLE SIXTEEN.

DISSOLUTION.

FORM No.

FORM No.

- | | |
|---|---|
| 735. Dissolution by incorporators. | 738. Statement showing names and
residences of directors and
officers. |
| 736. Certificate of resolution of di-
rectors for dissolution. | |
| 737. Written consent of stockhold-
ers to dissolution. | 738a. Petition for voluntary dissolu-
tion.
738b. Schedule filed with petition. |

ARTICLE SEVENTEEN.

FOREIGN CORPORATIONS.

FORM No.

FORM No.

- | | |
|--|---|
| 739. Application for doing business
—Alabama. | 741. Designating place of business
and agent—Application for
doing business—Alaska. |
| 740. Designating place of business
and agent—Alabama. | 742. Consent of agent—Alaska. |

FORM No.	FORM No.
743. Appointment of agent—Arizona.	769. Location of office and appointment of agent—Kentucky.
744. Application for doing business—Arizona.	770. Application for doing business—Louisiana.
745. Application to do business and designation of office and agent—Arkansas.	771. Resolution of board of directors—Louisiana.
746. Application for doing business—California.	772. Application for doing business—Maine.
747. Designation of place of business and agent—California.	773. Appointment of agent—Maine.
748. Application for doing business—Colorado.	774. Resolution of board of directors—Maine.
749. Application for doing business—Connecticut.	775. Application for doing business—Maryland.
750. Appointment of agent—Connecticut.	776. Agent's acceptance of appointment—Maryland.
751. Application for doing business—Delaware.	777. Application for doing business—Massachusetts.
752. District of Columbia.	778. Appointment of agent.
753. Application for doing business—Florida.	779. Resolution of directors appointing agent—Massachusetts.
754. Application for transacting business—Georgia.	780. Oath of auditor—Massachusetts.
755. Application for doing business—Hawaii.	781. Appointment of auditor—Massachusetts.
756. Application for doing business—Idaho.	782. Annual statement—Massachusetts.
757. Application for doing business—Illinois.	783. Certificate of the auditor—Massachusetts.
758. Affidavit of local agent—Illinois.	784. Acceptance by agent—Massachusetts.
759. Application for doing business—Indiana.	785. Notice of acceptance by agent—Massachusetts.
760. Application for doing business—Indiana.	786. Application for doing business—Michigan.
761. Annual report—Indiana.	787. Appointment of agent for service of process—Michigan.
762. Application for doing business—Iowa.	788. Annual report—Michigan.
763. Application for doing business—Kansas.	789. Annual report of mining company—Michigan.
764. Application to do business in Kansas.	790. Application for doing business—Minnesota.
765. Resolution authorizing officers to execute consent to do business—Kansas.	791. Location of office and appointment of agent—Minnesota.
766. Resolution of board—Kansas.	792. Affidavit and statement of local agent—Minnesota.
767. Appointment of agent—Kansas.	793. Application for doing business—Mississippi.
768. Annual report—Kansas.	794. Application for doing business—Missouri.

FORM No.	FORM No.
795. Affidavit of president as to payment of stock—Missouri.	819. Character of business and designation of office and agent—New York.
796. Affidavit of president and secretary for privilege of doing business—Missouri.	820. Consent to agent—New York.
797. Designation of place of business and agent—Missouri.	821. Capital stock report—New York.
798. Affidavit of local agent—Missouri.	822. Statement and answers to questions—New York.
799. Annual report—Missouri.	823. Annual report—New York.
800. Anti-trust affidavit—Missouri.	824. Application for doing business—North Carolina.
801. Application for doing business—Montana.	825. Annual statement—North Carolina.
802. Affidavit of president and secretary attested by directors—Montana.	826. Application for doing business—North Dakota.
803. Consent to be sued and designation of agent—Montana.	827. Appointment of agent for service of process—North Dakota.
804. Consent of resident agent—Montana.	828. Annual report—North Dakota.
805. Application for doing business and for occupation permit—Nebraska.	829. Application for doing business—Ohio.
806. Resolution of directors accepting provisions of law—Nebraska.	830. Acceptance of appointment—Ohio.
807. Designation of office and appointment of agent—Nebraska.	831. Declaration and statement—Ohio.
808. Annual statement—Nebraska.	832. Annual report—Ohio.
809. Undertaking filed with attorney-general—Nebraska.	833. Certificate of retiring from business—Ohio.
810. Application for doing business—Nevada.	834. Application for doing business—Oklahoma.
811. Designation of office and agent—Nevada.	835. Appointment of agent—Oklahoma.
812. Application for doing business—New Hampshire.	836. Application for doing business—Oregon.
813. Application for doing business—New Jersey.	837. Appointment of agent by power of attorney—Oregon.
814. Annual report—New Jersey.	838. Annual report and statement—Oregon.
815. Annual report to state board of assessors—New Jersey.	839. Application for doing business—Pennsylvania.
816. Application for doing business—New Mexico.	840. Statement for domestication of foreign corporations—Pennsylvania.
817. Designation of office and agent—New Mexico.	841. Resolution of stockholders for domestication—Pennsylvania.
818. Application for doing business—New York.	842. Designation of office and agent—Pennsylvania.

FORM No.	FORM No.
843. Capital stock report—Pennsylvania.	867. Resolution accepting constitutional provisions—Utah.
844. Bonus tax report—Pennsylvania.	868. Designation of agent and principal place of business—Utah.
845. Report of loans—Pennsylvania.	869. Application for doing business—Vermont.
846. Application for doing business—Philippine Islands.	870. Designation of agent and returns for registration—Vermont.
847. Financial statement—Philippine Islands.	871. Certified and sworn copy of the articles of incorporation—Vermont.
848. Application for doing business—Porto Rico.	872. Annual license tax return—Vermont.
849. Financial statement — Porto Rico.	873. Application for doing business—Virginia.
850. Designation of agent—Porto Rico.	874. Appointment of resident agent—Virginia.
851. Consent of agent—Porto Rico.	875. Acceptance of appointment—Virginia.
852. Consent to be sued—Porto Rico.	876. Annual report—Virginia.
853. Annual report—Porto Rico.	877. Application for transacting business—Washington.
854. Application for doing business—Rhode Island.	878. Designation of agent and place of business—Washington.
855. Appointment of agent—Rhode Island.	879. Application for doing business—West Virginia.
856. Acceptance of appointment—Rhode Island.	880. Preliminary report—West Virginia.
857. Application for doing business—South Carolina.	881. Designation of attorney—West Virginia.
858. Designation of place of business—South Carolina.	882. Application for doing business—Wisconsin.
859. Annual report—South Carolina.	883. Statement filed with articles of incorporation—Wisconsin.
860. Application for doing business—South Dakota.	884. Certificate of newly-elected officers—Wisconsin.
861. Consent to be sued and appointment of agent—South Dakota.	885. Certificate of increase of capital stock—Wisconsin.
862. Application for doing business—Tennessee.	886. Annual report—Wisconsin.
863. Annual report—Tennessee.	887. Application for doing business—Wyoming.
864. Application for doing business—Texas.	888. Designation of office and agent—Wyoming.
865. Anti-trust affidavit—Texas.	
866. Application for doing business—Utah.	

CORPORATION FORMS

CORPORATION FORMS.

ARTICLE ONE.

PROMOTERS' AGREEMENTS.

FORM 1.

Promoter's Agreement (1).

This agreement by and between A B, C D, E F, G H and I J, parties of the first part, and L M, party of the second part, witnesseth that, whereas the said parties of the first part have arranged and agreed among themselves to organize a corporation to be known as the Fisher Automobile Company, with a capital stock of \$100,000 divided into 1,000 shares of the par value of \$100 each, the same to be located at the city of Indianapolis for the purpose of engaging in the manufacture and sale of automobiles and automobile sundries and supplies; and,

Whereas the said parties of the first part have agreed among themselves to take and pay for 510 shares of the said capital stock on the complete organization of said company; and,

Whereas the said party of the second part having had experience as a promoter has signified a willingness to secure subscriptions for 400 additional shares of the capital stock of said company:

Now, therefore, it is hereby agreed that the said party of the second part shall within ninety days from the date hereof secure bona fide solvent subscriptions to the capital stock of said proposed corporation, the same to be paid on such terms as the board of directors of said corporation after its incorporation may determine, consistent with the governing statute of the state.¹

In consideration of the services so to be rendered by the said party of the second part, the said parties of the first part hereby undertake that the said company on complete organization by its proper officers shall issue to said party of the second part 90 shares of the capital stock of said corporation as full paid, and for which the said party of the second part shall pay no other consideration whatever. On failure

¹ § 81 et seq.

or refusal of the said corporation to so issue said shares of stock to said second party, the said parties of the first part hereby agree and bind themselves to pay to said second party the sum of \$5,000 in cash.²

On failure of said second party to secure said solvent and bona fide subscriptions within said time this agreement shall be of no force and effect.³ In case said second party shall procure said subscription in said time then the said parties of the first part agree to sign any proper papers, instruments, articles or certificate necessary to complete the incorporation of said proposed company, and to pay the necessary fees, expenses and charges for the incorporation thereof.

In witness whereof the parties have hereunto set their hands this _____ day of _____, A. D. 1910.

(Signed.)

¹ See §§ 88, 89, 98.

² See § 590 et seq.

FORM 2.

Promoter's Agreement (2).

Whereas D K is the owner of a certain patented article and letters patent for the manufacture and sale of keyless locks; and,

Whereas the said D K desires to form a corporation for the purpose of manufacturing and selling and otherwise dealing in said patented article and such keyless locks; and,

Whereas E W, J T, M L, E M, and I C are willing to take stock in such a corporation organized to manufacture and sell the said keyless locks:¹

Now, therefore, it is hereby agreed by and between the said D K, party of the first part and the said E W, J T, M L, E M, and I C, parties of the second part, that the said party of the first part shall proceed to organize a corporation with a capital stock of \$100,000, to be divided into 1,000 shares of the par value of \$100 each for the purpose of manufacturing, selling and dealing in such keyless locks, to be located at the city of Pittsburg, state of Pennsylvania.²

It is further agreed, and the parties of the second part hereby each severally binds himself to subscribe for, take, and pay for 50 shares of the capital stock of said corporation, and each to pay for the same when the organization of the corporation is complete on such terms as the board of directors then selected may determine.

It is further agreed by and between the parties hereto that the said letters patent and the right to manufacture such patented article is of the value of \$25,000: and the party of the first part hereby agrees

¹ See § 80 et seq.

² § 529.

and binds himself to assign and transfer to said corporation on its complete organization the said letters patent, and all his right, title, and interest in and to said patent in consideration that said corporation, on its organization, shall issue to him 250 shares of the said capital stock as full paid.³

And in consideration of the premises the said party of the first part hereby agrees and undertakes to secure solvent bona fide subscriptions to the capital stock of said proposed company in the further sum and amount of \$50,000, the same to be paid to the said corporation or its proper officer upon its organization, the subscriptions for the said \$50,000 to be secured within 90 days from the date hereof.⁴

It is agreed that the following subscriptions by the parties hereto shall be binding on full compliance with the terms and conditions of this agreement.⁵

We, the undersigned, hereby subscribe for and agree to take of the capital stock of a proposed corporation to be organized and located at the city of Pittsburg, Pennsylvania, with a capital stock of \$100,000, divided into 1000 shares of the par value of \$100 each, for the purpose of manufacturing and selling the said Krockett Keyless Lock, the number of shares and the amount set opposite our several names as follows:

Names.	Residences.	Number of	
		Shares.	Amount.
E W.	Indianapolis, Marion County, Indiana.	50	\$5,000.00
J T.	" " " "	50	5,000.00
M L.	" " " "	50	5,000.00
F M.	" " " "	50	5,000.00
I C.	" " " "	50	5,000.00
D K.	" " " "	250	25,000.00

The same to be paid by the transfer and assignment by him of certain letters patent granted to him by the United States on the ——— day of ——— 1910, and which said patent is numbered ———.⁶

It is further agreed that the additional subscriptions as above proposed shall be taken hereon or on duplicates of this entire agreement and that all additional subscribers shall be bound by the terms of this agreement and shall be on the same terms and conditions as the subscriptions above made by the said parties of the second part.⁷

In witness whereof we have hereunto set our hands this ——— day of ———, 1910. (Signed.)

³ See § 3688.

⁴ § 528.

⁵ §§ 512, 513, 515, 517.

⁶ §§ 3953, 3960.

⁷ § 590 et seq.

FORM 3.

Promoter's Agreement (3).

Whereas, the organization is contemplated of a corporation under and pursuant to the laws of the state of Maine, to be known as the Deep Sea Fishing Company, or by such other name as may be selected, with a capital stock of not less than \$10,000, for the purpose of fishing for bluefish especially and for such other fish, lobsters, oysters, clams, whale and such other sea products or animals as may be desirable.¹

Now, therefore, A B, C D, E F, G H, and I J, the undersigned, do hereby promise and agree to and with L M, the promoter of said corporation, that in consideration of the promise of the said A B, C D, E F, G H, and I J, hereinafter stated, that they and each of them will pay to the said L M, or to any person or corporation to whom he may assign this agreement, on demand, the several sums set opposite their respective names subscribed hereto, being the subscription price of the number of shares of the capital stock of the proposed corporation set opposite their respective names, or such part thereof as may be called for by said corporation after its organization.²

This agreement is conditioned upon the procuring by the said L M of other solvent bona fide subscriptions aggregating in all no less than \$10,000, the full amount of the capital stock of said proposed corporation.

The said L M hereby agrees and binds himself, in consideration of the foregoing, and in consideration of the payment to be made as hereinafter set out, to obtain solvent and bona fide subscriptions to the capital stock of said proposed corporation, which together with the amount subscribed by the parties to this agreement shall equal the sum of \$10,000.³

The parties hereto further agree to sign, subscribe, make and execute any and all necessary certificates or articles of incorporation proper and necessary to perfect the organization of said proposed corporation.⁴

(Insert consideration to be paid promoter.)

In witness whereof, etc.

FORM 4.

Promoter's Agreement With Partners (1).

This agreement by and between A B and C D, parties of the first part, and G H, party of the second part,

¹ See § 80 et seq.

² §§ 512, 513, 515.

³ § 590 et seq.

⁴ §§ 526, 527, 533.

Witnesseth, that, whereas the said parties of the first part now own and operate, and have owned and operated as partners for ——— years last past, a certain manufacturing plant located at ———, and have during all of said time been engaged in the manufacture of (here state nature of business); and, whereas said first parties, as such partners, desire to change said partnership into a corporation, and continue the business as a corporation with a capital stock of \$———, and to transfer to said corporation the said manufacturing plant, and all property and assets and the good will of said partnership, as a part of the capital stock of the proposed corporation; and,

Whereas, the said party of the second part proposes to undertake to secure subscriptions from outside persons to the capital stock of the proposed corporation:

Now, therefore, it is mutually agreed that in consideration of the premises the said parties of the first part hereby agree and bind themselves to convey, transfer and assign to the said corporation when organized, all the property, assets and good will of the said partnership, at the fixed price and value of \$———, and to take and subscribe of the capital stock of said proposed corporation an amount equal in its face value to the said value of the said manufacturing plant and good will.¹

In consideration of the premises and the payment to be made as hereafter provided, the said party of the second part undertakes and agrees to secure bona fide and solvent subscriptions to the capital stock of said proposed corporation, to the extent of the residue thereof. Said subscriptions to be secured on or before the ——— day of ——— and payable as follows:² (here state terms of subscriptions).

In consideration of the premises and of the services to be performed by said G H, it is hereby mutually agreed and understood shall have and receive in payment of his said services ——— shares of the capital stock of said corporation, to be issued to him on its complete organization; and the acceptance of the benefits of this agreement, and the acceptance of a conveyance of the said above described property by the proposed corporation when its organization is complete, shall be taken and regarded as sufficient to compel it to perform the conditions of this agreement, and to issue to said G H the said shares of stock as herein provided.³

In witness whereof, etc.

(Signed.)

¹ See § 80 et seq. See also, §§ 513, 515.

² §§ 528, 590 et seq.
³ §§ 92 et seq., 3511.

FORM 5.

Promoter's Agreement With Partners (2).

This agreement by and between A B of the first part, known as the promoter, and C D, E F and G H, parties of the second part, known as the subscribers,

Witnesseth, that in consideration of the mutual promise and of the benefits to be derived therefrom, it is proposed and agreed to organize a corporation under the laws of the state of ———, to be known and named as (state proposed name), or other name as may hereafter be agreed upon, the purpose of which shall be to transact the business of (here state general nature of business), with power to do and perform all things necessary directly or indirectly, to carry on and transact such business pursuant to the statutes of said state;¹ and,

Whereas, it is proposed that said corporation shall have a capital stock of \$———, divided into ——— number of shares of \$——— each (or to be divided into ——— shares of preferred stock and ——— shares of common stock of the par value of \$——— each); and the said second parties, the subscribers, desire to become stockholders in said corporation:²

Now, therefore, we, the said subscribers, in consideration of our mutual promises and of the benefits to be derived from the organization of said corporation do severally agree with each other and with the said A B, who has been and is actively interested in the formation of said corporation,³ to take and pay for the number (and kind) of shares of stock in said proposed corporation set opposite our respective names, and to pay thereafter the sum of \$——— per share; payments to be made as follows (here state terms of payment).⁴

It is further agreed that in consideration of the premises and on full payment of said subscriptions that each of said subscribers, or his assigns, shall on the organization of said corporation, receive certificates of stock therein to the amount of his subscription and that each subscriber hereto on full payment of his said subscription shall be a member and stockholder in said corporation to the amount and extent of his said shares so subscribed and paid.⁵

This agreement is on the express condition that the said A B shall procure on or before the ——— day of ——— sufficient solvent and bona fide subscriptions,⁶ which together with the subscriptions hereto made by the said subscribers shall amount to \$———, the full proposed

¹ § 80 et seq.

² §§ 515, 529.

³ §§ 523, 524.

⁴ §§ 523, 524.

⁵ § 3511.

⁶ §§ 528, 590 et seq.

(or some stated part) of the capital stock of said proposed corporation.⁷

In consideration of said subscriptions and of the promise of the said subscribers, the said A B hereby agrees and binds himself to continue the active operation of promoting and organizing said corporation and to procure on or before the date aforesaid bona fide and solvent subscriptions to the capital stock of said proposed corporation in said amount, and to perfect the organization of said corporation immediately thereafter.

And in consideration of the premises the said subscribers agree and bind themselves, upon full compliance by the said A B, to sign, execute and make any petition, application or certificate or other writing, and to do all things and to take all necessary steps required by subscribers in completing the organization of said proposed organization.*

In consideration of the premises and of the services so to be performed of said A B, it is mutually agreed and understood that the said A B shall have and receive for and in payment of such services ——— shares of the capital stock of said corporation, to be issued to him on its organization, or on failure of the said corporation when organized so to do, we, the subscribers, each agree and bind ourselves to assign and transfer to said A B of the shares so issued to us, the said number of shares in proportion to the number owned by each of us.⁹

In testimony whereof, etc.

Name.	Residence.	Number of Shares.	Kind of Shares.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

⁷ § 529.

⁸ § 526.

⁹ See § 542.

ARTICLE TWO.

SUBSCRIPTIONS BEFORE INCORPORATION:

FORM 6.

Subscription Before Incorporation. (Short Form.)

The undersigned, in consideration of the mutual promises of the subscribers hereto, as hereinafter set forth, do severally agree to take the number of shares of the capital stock of the _____ Company, set opposite our respective names, as soon as said company shall be incorporated, and to pay for said shares at their par value upon demand of the treasurer of said company after its incorporation.

Name.	Residence.	Number of shares.	Amount.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

See §§ 512 et seq., 539.

FORM 7.

Subscription Agreement.

THE UNITED STATES VOTING MACHINE COMPANY
TO BE INCORPORATED UNDER THE LAWS OF
NEW JERSEY.

Capital Stock.....\$500,000.00
Shares.....\$100.00 each.

We, the undersigned, severally subscribe for and agree to take and pay for the same at their par value, the number of shares of the capital stock of the United States Voting Machine Company set opposite our respective signatures.¹ Said subscriptions to become due as soon as the organization of said company is completed, and we hereby promise to pay the same in cash on demand of the treasurer of said company, or on such terms as the board of directors may determine.²

Dated _____.

Names.	Addresses.	Shares.	Amounts.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

¹ §§ 512, 515, 521, 546 et seq.

² See §§ 3687, 3699-3705, 3711.

FORM 8.

Subscription Before Incorporation (1).

We, the undersigned subscribers, hereby mutually agree to organize and form a stock corporation under and pursuant to the laws of the state of ———, under the name of ——— Company, for the purpose of (here state in a general way the purpose of the proposed corporation); and for such purpose we hereby agree to subscribe for and take of the capital stock of said corporation when organized, and we hereby mutually agree to pay to the treasurer of said corporation when organized, the amount set opposite our respective names, in such manner and on such terms as the stockholders or board of directors may determine.¹

It is further mutually agreed that subscription lists and agreements may be executed in several parts, each of which so signed and executed shall be deemed to be an original, and all such counterparts taken together shall constitute a single subscription and shall be the same instrument.

Names.	Addresses.	Number of Shares.	Amounts.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

(The contract of subscription cannot be enforced if there is any material departure in the subsequent organization and formation of the corporation.)²

¹ §§ 512, 513, 517, 526, 528, 529, 539, 590.

² §§ 535-538; Woods Motor &c. Co. v. Brady, 181 N. Y. 145, 73 N. E. 674.

FORM 9.

Subscription Before Incorporation (2).

We, the subscribers, hereby mutually agree, each with the other, and with the corporation to be formed as hereinafter mentioned, to take and pay for the number of shares set opposite our respective names hereto, of the capital stock of a corporation to be organized under the laws of the state of Delaware, under the name of the Bivalve Company, for the purpose of owning and maintaining oyster beds and fields, and for raising, producing, marketing and otherwise dealing in oysters, such corporation to have an authorized capital stock of \$100,000, divided into one thousand shares of the par value of \$100 each:¹ and we do severally agree to pay the face value of such shares of stock so subscribed by each of us in cash to said corporation, or its proper

¹ §§ 512 et seq., 529, 590 et seq., 3688.

officer when organized, in such instalments and on such terms as may then be determined.²

The subscriptions hereby made shall be deemed to be accepted by said corporation when its organization and incorporation is complete.³

And it is agreed and understood that these subscriptions hereto are several and not joint and they shall not be binding until bona fide subscriptions shall have been made amounting in the aggregate to \$——.

It is mutually agreed that subscriptions shall be made on separate sheets of paper and these combined as one instrument.

Names.	Addresses.	Number of Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

* §§ 3699-3705.

³ §§ 522, 600, 601.

FORM 10.

Conditional Subscription Before Incorporation (1).

Whereas, it is proposed by certain interested parties to organize a corporation to be known as ——, with its principal office and place of business at ——, and having a capital stock of \$——, having \$—— of preferred and \$—— of common stock, each of the par value of \$——.

Now, therefore, the undersigned hereby mutually agree and bind themselves to take and pay for the number of shares set opposite our respective names, payment to be made as follows:¹ (here state terms of contract).

It is expressly agreed and understood that this agreement and subscription shall not be binding unless the full amount (or some stated part) of said capital stock shall be secured in solvent and bona fide subscriptions on or before the —— day of ——, and unless the said corporation is organized, located as aforesaid, with the said capital stock and for the purpose aforesaid.² This agreement to be mutually binding upon the subscribers until said date.³

In testimony whereof, etc.

Name.	Residence.	Number of Shares.	Kind of Shares.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

² §§ 521, 528, 590 et seq.

³ § 529.

³ §§ 517, 518, 523, 524.

FORM 11.

Conditional Stock Subscription Before Incorporation (2).

We, the undersigned, hereby agree to take and do hereby subscribe for the number of shares set opposite our respective names and post-office addresses, of the capital stock of the _____ corporation, to be formed under and pursuant to the laws of the state of _____, with a capital stock of \$_____ divided into _____ shares of \$_____ each, for the purpose (here state); and we hereby agree to pay our several subscriptions to A B and C D, commissioners (or trustees) authorized to take subscriptions for said corporation. These subscriptions to be payable on such terms and in such payments as such commissioners or the corporation by its board of directors, when organized, may determine.¹

These subscriptions and this agreement are upon the conditions as follows:²

First. That bona fide subscriptions to the capital stock of said corporation to the amount of \$_____ shall have been secured on or before the _____ day of _____, 1910.

Second. That the complete organization of said corporation shall have been effected before the _____ day of _____, 1910.

Third. That the said corporation, when organized, shall be located at the city of _____, county of _____, state of _____.

Fourth. That the said corporation shall be organized for the purpose (here state).

On the failure of any one of these conditions, the subscriptions hereto shall be null, void and of no effect, and the subscribers shall be released and fully discharged from all obligations herein made.³

It is mutually agreed that this instrument may be executed in several counterparts and separate instruments, and that said counterparts shall together be but one subscription and instrument.

Names.	Addresses.	Number of Shares.	Amount.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

¹ §§ 511-516.

³ §§ 535-538.

² §§ 528, 529, 590 et seq.

FORM 12.

Subscription Blank—Individual.

THE UNITED STATES VOTING MACHINE COMPANY
TO BE INCORPORATED UNDER THE LAWS OF
NEW JERSEY.

Capital Stock.....\$500,000.00
Shares.....\$100.00 each.

I hereby subscribe for and agree to take and pay for —— shares of the capital stock of The United States Voting Machine Company, at the par value thereof, and agree to pay —— per cent. of such subscription on demand of the treasurer as soon as the organization of said company is completed, and —— per cent. on demand of the treasurer of said company at any time after —— days from the incorporation thereof;¹ and the remainder to be paid at such times and in such amounts, not exceeding ten per cent in any one month, as may be required by the board of directors of said company.²

(Dated and signed.)

¹ See generally, § 547 et seq.

² See §§ 3687, 3699-3705, 3711.

FORM 13.

Subscription Agreement—Promise to Promoters.

THE SWIFT AUTOMOBILE COMPANY.

Capital Stock.....\$500,000.
Shares.....\$100 each.

We, the undersigned, hereby agree with William D. Oakes and Warren J. Steele, both of the city of Indianapolis, state of Indiana, as promoters and trustees of the Swift Automobile Company, a corporation to be organized under the laws of the state of Indiana, for the purposes and under the conditions set forth in the attached statement and prospectus,¹ to subscribe and we do hereby severally subscribe for the number of shares of the capital stock (common, preferred or treasury stock) of said company set opposite our respective names at the rate of eighty dollars for each one hundred dollar share, and agree to pay the amounts of our respective subscriptions to the treasurer of the said Swift Automobile Company as soon as the same is incorporated and its said stock ready for issue;² said stock to be deliv-

¹ See §§ 80 et seq., 115.

² §§ 512, 515, 521, 523, 526, 539, 543.

ered to the respective subscribers or their agents, fully paid and non-assessable, upon full payment of the said subscription price. These subscriptions are made upon the following conditions,³ to-wit:

1. It is mutually agreed between the subscribers hereto and the said William D. Oakes and Warren J. Steele, promoters and trustees of said proposed corporation, that the subscriptions hereto are conditioned upon bona fide subscriptions for said stock to the par value of three hundred thousand dollars being secured within ninety days from the date hereof.⁴

2. That the organization and incorporation of said Swift Automobile Company shall be completed on or before the _____ day of _____, 1910.⁵

Dated January 1, 1910.

Names.	Addresses.	Shares.	Amounts.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

(This subscription list is to be attached to a prospectus or statement giving the important details of the proposed incorporation.)⁶

³ See § 590 et seq.

⁵ § 528.

⁴ §§ 529, 530.

⁶ § 115.

FORM 14.

Subscription Before Incorporation—Payable in Stock.

THE HI-SKY AEROPLANE COMPANY.

Stock subscription to the Hi-Sky Aeroplane Company.

Whereas, Gabriel Wright and Michael Fischer, as promoters and trustees propose to promote and organize a corporation under the laws of the state of California to be known as The Hi-Sky Aeroplane Company, for the purpose of making, owning and operating aeroplanes, and selling and sailing the same, with an authorized capital stock of three hundred thousand dollars, divided into three thousand shares of the par value of one hundred dollars each, of which one thousand shares shall be six per cent. cumulative preferred stock, preferential as to both dividends and assets,¹ and two thousand shares shall be common stock with the exclusive power of voting and participating in the management of the said corporation.²

It is now, therefore, agreed between Judas Underwood and the said Gabriel Wright and Michael Fischer, their assigns or successors,

¹ §§ 3427, 3586, 3590-3593, 5345.

² §§ 855, 3426, 3603.

that the said Judas Underwood does hereby promise and agree to and with the said Gabriel Wright and Michael Fischer that in consideration of the premises and advantages to be derived from said organization, he will take stock in and become a shareholder in said corporation to the amount of one hundred shares of the common stock of said company and fifty shares of the preferred stock of said company, and will pay for the same at its par value.³

It is further agreed and understood that the said Judas Underwood shall have the privilege of paying his said subscription by assigning and transferrng to the said Hi-Sky Aeroplane Company one hundred fifty shares of stock in the South Pole Expedition Company, at the agreed valuation of one hundred dollars per share.⁴

It is further agreed and understood, and the said subscription is made on the express condition that the said promoters and trustees shall secure bona fide subscriptions to the capital stock of the said Hi-Sky Aeroplane Company, as follows:⁵ One hundred fifty thousand dollars of the common stock and fifty thousand dollars of the preferred stock, a total of two hundred thousand dollars, which shall be the minimum amount with which the said company shall begin business, and that said subscriptions shall be secured and such incorporation be completed on or before the ——— day of ———, 1910. Otherwise, this subscription to be null and void.⁶

The said Judas Underwood hereby agrees and binds himself to assign and tranfer the said shares of stock in the said South Pole Expedition Company to the Hi-Sky Aeroplane Company on its organization.

It is further agreed and understood that if the said Hi-Sky Aeroplane Company when organized should decline and refuse to accept the benefits of this agreement and should decline and refuse to issue the said shares of stock on its organization, then in that event this agreement and subscription will be null and void.

In witness whereof, the parties have hereunto set their hands this ——— day of ———, 1910. (Signed.)

(This form may be used for payment of subscription in any kind of property.)

³ § 512 et seq.

⁴ § 3956.

⁵ § 590 et seq.

⁶ § 529.

FORM 15.

Subscription Agreement—Preferred Stock With Bonus.

THE JERSEY BIVALVE COMPANY

TO BE INCORPORATED UNDER THE LAWS OF THE STATE OF

DELAWARE

FOR THE PURPOSE OF ACQUIRING OYSTER BEDS AND RAISING, PRODUCING
SELLING AND DEALING GENERALLY IN OYSTERS.

Capital Stock, \$1,000,000.

Common Stock, \$700,000.

Preferred Stock, \$300,000.

Shares, \$100 Each.

We, the undersigned, do hereby severally subscribe for and agree to take the number of shares of the preferred stock of the Jersey Bivalve Company set opposite our respective signatures, at the par value of one hundred dollars per share, and contract and agree with John D. Fish and Samuel F. Waters, Trustees,¹ to pay the said respective subscriptions as follows: Twenty-five per cent. thereof to the said trustees or to the treasurer of said corporation when organized, on demand; the remainder thereof to the said corporation when organized or its treasurer in monthly instalments of ten per cent. of the total amount thereof, payable on the first Monday of each month thereafter until the full amount is paid.

The said subscriptions are made upon the following conditions:

First: That not less than two hundred thousand dollars face value of the preferred stock of the said proposed corporation shall have been subscribed for in good faith on the terms herein set forth on or before the —— day of ——, 1910.²

Second: That the said proposed Jersey Bivalve Company be organized and incorporated with a capital stock of one million dollars, divided into ten thousand shares of the par value of one hundred dollars each; three thousand shares of the said stock to be six per cent. cumulative preferred stock and seven thousand shares thereof to be common stock,³ and that with each share of preferred stock hereby subscribed and paid for in accordance with the terms of this subscription, the subscriber shall receive as a bonus one share of the full-paid and non-assessable common stock of the said proposed corporation.⁴

Third: That five hundred thousand dollars of the face value of the common stock of said company shall have been subscribed for in good faith on or before the —— day of ——, 1910.

¹ § 534.² §§ 528, 529, 590 et seq.³ §§ 3427, 3586 et seq., 3590-3593, 5345.⁴ § 3444. See § 3907.

Fourth: That the organization and incorporation of the said Jersey Bivalve Company shall be completed on or before the _____ day of _____, 1910. And it is agreed and understood that if said condition shall not be fully and faithfully complied with, the subscriptions hereto shall be null and void and of no force or effect.

Wilmington, Delaware, January 1, 1910.

Names.	Addresses.	Shares.	Amounts.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

FORM 16.

Conditional Subscriptions to Commissioners.

We, the undersigned, hereby agree with A B and C D, commissioners and trustees for the incorporation of the _____ Company, to subscribe for, and do hereby severally subscribe for the number of shares of capital stock of the said corporation set opposite our respective names, and agree to pay said commissioners,¹ or the said corporation on its organization, the par value thereof on the following terms: (insert terms of payment).

These subscriptions are made upon the following conditions: First, that bona fide solvent subscriptions shall be made for the full \$_____, the capital stock of the said proposed corporation,² on or before the _____ day of _____. Second, that said corporation shall be duly and legally organized and incorporated on or before the _____ day of _____.³

Such subscriptions to be paid to the said A B and C D as such commissioners, or to the duly authorized officer or agent of the said corporation when organized.⁴

The undersigned and each of them agree to join in any written application or articles, and to make, sign, and acknowledge the instruments of writing necessary to make and complete the organization of said proposed corporation.

It is further agreed and understood that on organization of the proposed corporation it shall issue or cause to be issued to each subscriber hereto, certificates of stock for the number of shares so subscribed by each, in number and form desired by him, and that until such certificates are issued each subscriber shall have all the rights and

¹ § 534.

² §§ 529, 590 et seq.

³ § 528.

⁴ § 539.

be entitled to all the privileges of a stockholder in such corporation, to the extent of his subscription hereto.⁵

It is mutually agreed that this subscription list may be executed in separate instruments with the same force and effect and with the same individual obligation as if all signatures were affixed to a single instrument.

In testimony whereof, etc.

Names.	Addresses.	Shares.	Amounts.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

⁵ §§ 541, 3511, 3526.

FORM 17.

Withdrawal of Subscription.

Trenton, N. J., January 10, 1910.

To A B (Promoter):

You are hereby notified that I do now and hereby withdraw the subscription made by me on the _____ day of _____, 1909, to the proposed corporation known as _____, of which you are the promoter, and that I shall not be further bound by my subscription so made, and will not take or accept or pay for any stock in the said proposed corporation when organized. You will, therefore, govern yourself accordingly.¹

(Signed) C D.

¹ See §§ 518 et seq., 608. See also, § 766.

ARTICLE THREE.

SUBSCRIPTIONS AFTER INCORPORATION.

FORM 18.

Subscription after Incorporation.

We, the undersigned, hereby subscribe for and agree to take and pay for the number of shares of the capital stock of the —— corporation set opposite our respective names and postoffice addresses,¹ and we hereby promise and agree to pay for said stock at such times and in such instalments as the board of directors of such corporation may require.² (Payments to be made without relief from valuation or appraisal laws).

Name.	Postoffice Address. City, County and State.	Number of Shares.	Amount.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

¹ §§ 546 et seq., 561, 567.

² §§ 3687, 3699-3705, 3711.

FORM 19.

Subscription after Incorporation—Individual.

THE —— COMPANY,
—— St., New York, New York.
Capital Stock, \$1,000,000.
Shares, \$100 each.

I hereby subscribe for 100 shares of the capital stock of the —— Company at the par value thereof and agree to pay —— per cent of this subscription on demand of the treasurer of said corporation as soon as it is incorporated.¹ The remainder to be paid at such times and in such instalments, not exceeding —— per cent in any one month, as may be fixed and required by the board of directors of such corporation when organized.²

(Dated and Signed.)

¹ § 546 et seq.

² §§ 3687, 3699-3705, 3711.

FORM 20.

Subscription after Incorporation—Payable in Property (1).

I hereby subscribe for and agree to take ten (10) shares of the capital stock of the Chambers Fireless Cooker Company, at the par value thereof, and in payment of which I hereby promise and agree and bind myself to lease to the said Chambers Fireless Cooker Company a certain building situated on lot ———, in the city of ———, for the term of one year from the date of the acceptance of this subscription, a form of which proposed lease is attached to this subscription. This subscription to be void and of no force or effect if not accepted to be paid as herein specified.

In witness whereof, etc.

See §§ 512 et seq., 590 et seq.

FORM 21.

Subscription after Incorporation—Payable in Property (2).

THE COLD ICE COMPANY
of ———

I, the undersigned, hereby subscribe for one hundred shares of the capital stock of The Cold Ice Company, at the face value thereof and agree to pay for the same by conveying to the said The Cold Ice Company, the following described real estate in the city of ———, county of ———, state of ———: (Here describe real estate).

Said real estate is estimated and appraised to be of the value of ten thousand dollars, as shown by the affidavit and appraisal of A B and C D, two reputable freeholders of the community and who have knowledge of the value of real estate in said community. The said conveyance to be by general warranty deed conveying said real estate free and clear from all incumbrance and giving immediate possession thereof to The Cold Ice Company. The deed to be executed and delivered on the acceptance of this subscription and the issuing to the undersigned of the said one hundred shares of the capital stock of the said corporation.

(Dated and Signed.)

FORM 22.

Subscription after Incorporation—Conditional.

I hereby subscribe for and agree to take one hundred shares of the capital stock of the Bee Line Railroad Company, a corporation organized under the laws of the state of Illinois, to construct and operate a railroad from the city of Chicago to the city of Cairo, in said state.

This subscription is on the express condition that the said railroad company will construct and operate its line of railroad into and through the city of Mattoon, in said state; and on further condition that the said railroad company shall build and maintain at said city of Mattoon a neat and commodious depot and station for the accommodation of passengers and the traveling public.

One-half of said subscription to be payable when the said railroad is located and the first train of cars run upon and over the same through the said city of Mattoon.

The remaining half due and payable when said railroad company shall have built and constructed the said depot and station at the said city of Mattoon.

In witness, etc.

See §§ 619-621.

FORM 23.

Cancellation of Subscription.

To The Chambers Fireless Cooker Company:

As my subscription to the capital stock of your company has not been accepted, you are hereby notified that I propose to and do now hereby withdraw and cancel my said proposed subscription, and shall not hereafter be bound by the same.

You will, therefore, govern yourself accordingly.

(Signed.)

See §§ 608-609.

ARTICLE FOUR.

ARTICLES OF INCORPORATION.

1. Articles and Certificates Generally.
2. Special Object Clauses.
3. Preferred Stock Clauses.
4. Acknowledgment.
5. Affidavits.

1. ARTICLES AND CERTIFICATES GENERALLY.

FORM 24.

Articles of Incorporation—General Form.

We, the undersigned, hereby mutually agree to unite and associate ourselves as a corporation, and for such purpose we hereby make, execute and adopt the following articles of incorporation:

Art. 1. The name of this corporation shall be _____.¹

Art. 2. The period of the existence and the duration of the life of this corporation shall be _____ years² (or perpetual).

Art. 3. The principal office and place of business of this corporation shall be at the city of _____, in the county of _____, state of _____³ (it may establish an office or place of business in another state⁴).

Art. 4. The seal of this corporation shall be (here fully describe the seal as agreed upon⁵).

Art. 5. The objects and purposes of this corporation shall be _____⁶ (here insert fully and in detail the purposes for which the corporation is organized as named in the statute; but inconsistent and separate statutory purposes should not be stated. Generally only one statutory purpose should be stated in detail⁷).

Art. 6. The business and prudential affairs of this corporation shall be managed and controlled by a board of _____ directors, to be elected annually at the annual meeting of the stockholders.⁸

Art. 7. The names and residences of the persons who have been

¹ § 188.

² § 190.

³ §§ 189, 490 et seq.

⁴ §§ 501, 1134-1137.

⁵ § 192.

⁶ §§ 39-44, 191.

⁷ § 41.

⁸ §§ 915 et seq., 1066.

selected as the board of directors to manage the business and prudential affairs of this corporation for the first year are as follows:⁹

Names.	Residences.
_____	_____
_____	_____
_____	_____

Art. 8. The annual meeting of the stockholders for the election of directors and for the transaction of other business shall be held at the office of the corporation on the first Saturday in January, 1911, and on the first Saturday of January in each year thereafter.¹⁰ The vote in the election for directors shall be by ballot, and the election may be conducted in such manner and form as may be provided by the by-laws.¹¹ The three directors receiving the highest number of votes shall hold their office for three years and until their successors are elected; the next three directors receiving the next highest number of votes shall hold their office for two years and until their successors are elected; the three directors receiving the lowest number of votes shall hold their office for one year and until their successors are elected. At the first annual meeting thereafter, three directors shall be elected for the term of three years and at each annual election thereafter, three directors shall be elected for the term of three years, the intention being that one third of such board of directors shall be elected annually.¹²

Art. 9. In all elections for directors each stockholder shall be entitled to one vote for each share of stock owned by him for each director.¹³

(Where the statute permits, the following may be added): In all elections for directors each stockholder shall have the right to vote the number of shares of stock held by him for as many persons as there are directors to be elected; and in casting such vote, he may cumulate his votes and give one candidate as many votes as the number of directors multiplied by the whole number of his shares of stock shall equal; or he may distribute his votes on the same principle among two or more of the candidates for directors.¹⁴ On all matters involving corporate acts transacted in stockholders' meeting, any stockholder may demand a vote according to the ownership of stock.¹⁵

Art. 10. The capital stock of this corporation shall be _____ dollars,¹⁶ which shall be divided into common and preferred stock. Of the common stock there shall be _____ shares, of the par value of

⁹ §§ 194, 1080.

¹⁰ §§ 805, 807, 808.

¹¹ § 860.

¹² § 1080.

¹³ § 855 et seq.

¹⁴ §§ 886-888.

¹⁵ See § 859 et seq.

¹⁶ §§ 193, 3403.

¹⁷ § 3407.

——— dollars each;¹⁷ and of the preferred stock there shall be ——— shares, of the par value of ——— dollars each.¹⁸ The said ——— dollars of preferred stock shall be entitled to receive dividends at the rate of ——— per cent per annum, payable semi-annually on the first Monday of January and the first Monday of July in each year, out of the earnings of said corporation before any dividends shall be paid upon the said common stock, and such dividends shall be cumulative so that any deficiency in the dividends to be paid on said preferred stock in any year shall be made good out of the earnings of subsequent years before any dividend shall be paid upon the said common stock.¹⁹ And in case the earnings of the corporation shall permit a dividend in excess of said ——— per cent so to be paid semi-annually, then and in any such event the preferred stockholders, after receiving such preference dividend, shall be entitled to share equally with the holders of the common stock as to any dividend over and above the said preference dividend.²⁰ And on the final liquidation of this corporation and the distribution of its assets all arrears of dividends shall be paid to the holders of such preferred stock and the shares of preferred stock shall be paid in full before any payment shall be made to the holders of the common stock; but when such arrears of dividends and the face value of such preferred shall have been paid, the holders thereof shall receive no other or additional payments whatever.²¹ The amount of such preferred stock shall not be changed or altered by any increase or reduction in the capital stock of said corporation without the consent in writing of the holders of a majority thereof.²² The holders of the common stock shall have the management and control of this corporation so long as the business of said corporation is able to pay from its earnings the said preference dividends on such preferred stock, and during such time the holders of such preferred stock shall have no voting power. But in case said dividends on said preferred stock shall not be earned and paid for a period of ——— years, then and in that event the holders of preferred stock shall have the same voting power in the elections and in the management and control of said corporation as the common stockholders.²³ (In case there are two or more classes of preferred stock, the following may be used): The first class of preferred stock shall be entitled to non-cumulative dividends at the rate of not exceeding ——— per cent per annum, which shall be payable semi-annually on the first Monday of January and the first Monday of July of each year before any payments of any dividend on other stock for

¹⁸ §§ 3427, 3586 et seq., 3590-3593.²¹ §§ 3613, 6590.¹⁹ § 5345.²² § 3593.²⁰ See § 5353.²³ § 3603.

such year; but such dividends shall be payable from the undivided net profits of the corporation when and as determined by the board of directors and only when such board shall declare dividends therefrom. After the payment of such dividends and after the payment of dividends upon the second preferred stock as hereinafter stated, the said first preferred stockholders shall be entitled to share equally with the holders of common stock in any further dividends so declared and paid.²⁴ The second preferred stock shall be entitled to non-cumulative dividends at the rate of ——— per cent per annum, which shall be payable annually on the first Monday of January and the first Monday of July of each year before any payment of any dividends on other stock for such year, in preference and priority to any payment of any dividend on the common stock for such year; but such dividend shall be paid only from undivided net profits of the corporation remaining after providing for and the payment of the full dividends for such year on the said first preferred stock, when and as such undivided net profits shall have been determined by the said board of directors, and only if and when the board shall declare dividends therefrom.²⁵ The common stock shall be subject to the prior rights of the holders of all classes of preferred stock at any time outstanding, according to the preferences thereof. (Provision for the management of the corporation and the voting of the preferred stock may here be made.²⁶) The corporation reserves the right to redeem and retire at any time either or both classes of its said preferred stock at par in cash, upon the payment of all dividends to which such stock shall be entitled, if such redemption shall be authorized by law.²⁷

Art. 11. Immediately upon the election of directors and the adjournment of the stockholders' meetings, or as soon thereafter as convenient, the directors so elected shall meet and organize by electing one of their number president,²⁹ and one of their number vice-president,³⁰ and by electing from their number or from the stockholders (or same persons if desired) a secretary³¹ and treasurer,³² each of whom shall perform such duties and powers as generally appertain to such offices and as may be stated or required of them by the by-laws or by the board of directors.³³

Art. 12. All stockholders must vote in person and cannot vote by proxy.³⁴ And all persons holding stock in a fiduciary capacity,³⁵ shall be entitled to vote the shares so held by them; and all persons whose

²⁴ § 5350 et seq.

²⁵ § 5346.

²⁶ § 3603.

²⁷ § 3600.

²⁸ § 1068.

²⁹ § 1450.

³⁰ § 1497.

³¹ § 1509 et seq.

³² § 1556 et seq.

³³ § 1406.

³⁴ §§ 859 et seq., 875 et seq.

³⁵ §§ 863, 865 et seq.

stock has been pledged shall be entitled to vote the same,³⁶ unless the transfer of the stock on the books of the corporation shall show that the pledgee is entitled to vote the same, and in all such cases, the pledgee only shall have the right to vote such stock.³⁷ And the holders of any bond or debenture issued or to be issued by this corporation, whether secured by mortgage or otherwise, shall have the same power to vote in respect to the corporate affairs and management to the same extent and in the same manner as stockholders; that is, in determining the number of votes to be cast by each bond or debenture holder, the amount of his bond or bonds shall be divided by the par value of a share of the capital stock and the result will be the number of votes to which he is entitled.³⁸ In case of default in the payment of either principal or interest of any bond or debenture, any such bond or debenture holder may have the same right of inspection of the corporate books, accounts and records as any stockholder.³⁹

Art. 13. This corporation shall have and hold a lien on all stock subscribed to secure the payment of such subscriptions, and no sale or transfer of stock or shares shall avoid such lien;⁴⁰ and as against this corporation, no sale or transfer of stock shall be valid and convey title to the shares unless entered upon the books of the corporation as required by the by-laws.⁴¹

Art. 14. No single person or corporation shall subscribe for, own or hold at any one time more than ——— shares of the capital stock of this corporation.⁴²

Art. 15. The subscriptions for and the ownership of all stock in this corporation are made and taken upon the condition that any holder of stock desiring to sell the same shall first offer his stock to the corporation at his lowest price and the corporation shall have ——— days in which to exercise its option to purchase the same.⁴³ On its refusal to purchase, the stockholders shall have ——— days to exercise their option to purchase such stock at said price. After the expiration of such time, the stockholder shall be free to make any other sale of his stock.

Art. 16. The greatest amount of indebtedness to which this corporation may at any time subject itself, shall not exceed ——— dollars; or shall not exceed two thirds of the capital stock actually subscribed.⁴⁴

Art. 17. The private property of the stockholders of this corporation shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.⁴⁵

³⁶ §§ 871, 872.

³⁷ § 4237.

³⁸ § 866.

³⁹ § 4515 et seq.

⁴⁰ §§ 196, 4001 et seq.

⁴¹ § 4361.

⁴² § 3523.

⁴³ §§ 4135 et seq., 4334.

⁴⁴ § 195.

⁴⁵ § 4725.

Art. 18. The stock of this corporation shall be non-assessable (or shall be assessable as follows:).⁴⁶

Art. 19. (When authorized by law, any of the following provisions as to payment of stock may be inserted.)

The entire amount of the capital stock herein named has been fully paid by the transfer to A B, in trust for this corporation when organized, of certain real estate and a certain manufacturing plant, located at ———, consisting of real estate, buildings, machinery, manufactured and raw material, and the good will of the ——— Company, a corporation, all of which has been valued by these incorporators at the sum of ——— dollars, and which value has been agreed upon as the fair market value of all of said property,⁴⁷ or,

Whereas, the subscribers and incorporators have contributed certain property and have done certain work in preparing a plant and factory in which to carry on the business of this corporation, and whereas, each has paid the sum of ——— dollars on each share of stock subscribed by him, and which sums together with the property and services contributed are considered by the incorporators as sufficient to carry on the corporate business, it is therefore agreed and understood that no further payments are to be made on said subscriptions or to said capital stock and that the said capital stock is to be taken and considered as paid in full,⁴⁸ or,

The amount of common stock actually paid in is the sum of ——— dollars, and the amount of preferred stock actually paid in is the sum of ——— dollars,⁴⁹ or,

The amount of the capital stock actually paid in at the date hereof, is the sum of fifty thousand dollars, of which amount, ten thousand dollars has been paid in cash, and forty thousand has been paid in property, an itemized description of which at the valuation at which each item is taken, is as follows,⁵⁰ to wit:

- Item 1. Real estate consisting of the following: Lots Nos. 2, 3, and 4, in ———'s addition to the city of ———, together with the buildings thereon, including factory, power house, storage buildings, engine and boiler rooms, water tanks, etc., which item is taken at a valuation of. \$20,000.00
- Item 2. Machinery and tools of every kind and description situate in the buildings on said lots described in Item 1, consisting principally of a ——— engine, motor, boilers, fans, line shaftings, pulleys, belt, lathes, crane, saw, which item is taken at a valuation of..... 10,000.00

⁴⁶ § 4810 et seq.

⁴⁷ § 3960 et seq.

⁴⁸ See § 5020 et seq.

⁴⁹ See §§ 175, 193, 564, 3404, 3933.

⁵⁰ §§ 3960 et seq., 3980; Wood v.

Sloman, 150 Mich. 177, 114 N. W. 317; Cock v. Bailey, 146 Pa. St. 328, 23 Atl. 370; Donald v. American Smelting & Co., 61 N. J. Eq. 463, 62 N. J. Eq. 729, 48 Atl. 771, 786.

Item 3. Shop furniture and fixtures of every kind and description in the buildings upon said premises described in Item 1, consisting principally of work benches, ——— kits of workman's tools, steel racks and elevators, which item is taken at a valuation of.....	1,000.00
Item 4. Merchandise, including all manufactured goods, goods in process of manufacture and raw material, now in the buildings on the said real estate described in Item 1, and consisting principally of the following items: (insert), which item is taken at a valuation of.....	5,000.00
Item 5. All office furniture, fixtures and office supplies in the buildings on said real estate described in Item 1, and consisting principally of desks, safes, filing cabinets, typewriters, printing press, type ———, blank stationery, catalogues and circulars, which item is taken at a valuation of.....	1,000.00
Item 6. The entire interest in and the title to a certain patent right and letters patent No. ———, issued on the ——— day of ———, 1910, A B, the patentee, the same being an invention relating to new and useful improvements in (here state) which invention and letters patent have been duly assigned to the said corporation, and which item is taken at a valuation of.....	3,000.00

(Some statutes require this valuation to be sworn to.

(See Form 58, Mich. Form.)

Total value of property taken at a valuation of.....\$40,000.00

Cash paid in..... 10,000.00

Total capital paid in\$50,000.00

Art. 20. This corporation may maintain an office outside of the state of ———, and may keep and maintain an office for the transaction of business in the city of ———, state of ———, where meetings of the directors may be held and business transacted by the directors and officers and agents of the corporation.⁵¹

Art. 21. These articles may be changed, altered or amended at any authorized meeting of the stockholders by a vote of the stockholders representing a majority of the stock.⁵²

Art. 22. The names and places of residence of the incorporating members, the subscribers hereto, and the number of shares subscribed

⁵¹ §§ 501 et seq., 1134-1137.

⁵² § 202.

by each of them and which each agrees to take and pay for, are as follows:⁵³

Names.	Places of residence. (City, County and State.)	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof, etc.

(Signed and acknowledged.⁵⁴)

⁵³ § 175.

⁵⁴ §§ 198, 199.

FORM 25.

Articles of Incorporation—Alabama.

DECLARATION OF INCORPORATION OF THE ——— COMPANY.

Know all men by these presents that we, the undersigned, hereby associate ourselves together and unite in the following articles and declaration of incorporation, for the purpose of forming a corporation under the laws of the state of Alabama, and do declare:

1. That the name of this corporation shall be ——— Company.¹
2. The objects for which this corporation is formed are as follows: (Here state the purposes which may be any lawful business.)²
3. The location of the principal office and the place of business shall be the city of ———, county of ———, state of Alabama.³
4. The total authorized capital stock of this corporation is fixed at ——— dollars (not less than two thousand dollars); which is divided into ——— number of shares of the par value of ——— dollars each.⁴ This corporation shall begin with the capital stock of ——— dollars, being more than twenty-five per cent of its said authorized capital stock (which must be more than one thousand dollars).⁵
5. The period of the existence of this corporation shall be ——— years (if no time stated, it shall be perpetual).⁶
6. The said capital stock shall be divided into two classes, to wit: Common stock and preferred stock. (For general statement as to preferred stock in Articles of Incorporation, see Forms 460–474.)⁷
7. The names and postoffice addresses of the incorporators and the number of shares subscribed for by each, which constitutes the aggre-

¹ § 188.

² §§ 40–43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403, 3407.

⁵ §§ 178, 179, 205, 564, 3900, 3933.

⁶ § 190.

⁷ §§ 3427, 3586 et seq.

gate of the capital stock with which this company will commence business, are as follows:⁸

Names.	Postoffice Address.	No. of Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

8. The following named persons with their postoffice addresses have been selected and designated as directors and officers for the first year and until their successors are elected,⁹ are as follows:

Names.	Postoffice Address.	
_____	_____	
_____	_____	
_____	_____	
_____	_____	Directors.

Officers. ¹⁰	Postoffice Address.
President, _____.	_____
Vice-president, _____.	_____
Secretary, _____.	_____
Treasurer, _____.	_____

9. The name and postoffice address of the officer and agent designated by the incorporators to receive subscriptions to the capital stock, is _____, _____ street, _____ city, _____ county, Alabama.¹¹

10. The following provisions for the regulation of the business and prudential affairs of this corporation are hereby established and are to be as follows: (Here set out fully the method of the conduct of the corporate affairs as determined upon.)¹²

In witness whereof, we have hereunto set our hands and seals this _____ day of _____, 1910.

Signed, sealed and
delivered in the presence of

STATE OF ALABAMA, COUNTY OF _____ SS:

I, A B, a notary public in and for said county and state, do hereby certify that C D, E F, and G H, whose names are signed to the

⁸ § 175.

⁹ §§ 194, 1080.

¹⁰ See § 1386.

¹¹ § 534.

¹² See §§ 805, 806, 1179, 1180.

foregoing instrument and declaration of incorporation, and who are personally known to me, have acknowledged before me this day that being informed of the contents of said instrument, they have severally executed the same voluntarily for the purposes therein stated on the day the same bears date.

Given under my hand and seal this _____ day of _____, 1910.

Notary Public _____ County, and State of Alabama.

FORM 26.

Articles of Incorporation—Alaska.

Know all men by these presents that we, the undersigned, A B, C D, E F, and G H have this day associated ourselves together and do hereby unite in the following articles of incorporation for the purpose of forming a corporation under the act of congress of the United States, entitled, "An Act amending the Civil Code of Alaska," approved March 2, 1903.

And we do hereby certify in writing:

1. That the name of this corporation shall be _____.¹
2. That the time of the commencement of the existence of this corporation shall be on the _____ day of _____, 1910, and the period of its continuance shall be _____ years (not exceeding fifty).²
3. That the principal office and the location of this corporation for the transaction of business, shall be at the city of _____, county of _____, in said territory of Alaska.³
4. That the nature and character of the business of this corporation shall be: (Here state fully and in detail the business proposed to be transacted.)⁴
5. That the capital stock of this corporation shall be _____⁵ dollars, divided into _____ shares of the par value of _____ dollars each. (The method of payment may be here stated if desired.)⁶
6. The highest amount of indebtedness or liability to which said corporation shall at any time be subject, is _____ dollars.⁷
7. The names and places of residence of the incorporators are as follow:⁸

Names.	Places of residence.
_____	_____
_____	_____
_____	_____

¹ §§ 188

² § 190

³ §§ 189, 190, 501 et seq.

⁴ §§ 19, 42, 191.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 195.

⁸ § 175.

8. The first board of directors shall consist of ——— persons.⁹ And the names and places of residence of the directors who have been chosen to manage the business and prudential affairs of this corporation for the first year are as follows:¹⁰

Names.	Places of residence.
_____	_____
_____	_____
_____	_____

And the names and residences of the executive officers who have been selected to govern and manage its affairs for the first year, are as follows.¹¹

Names.	Places of residence.
_____	_____
_____	_____
_____	_____

9. The annual meeting of stockholders for the purpose of the election of a board of directors, shall be on the ——— day of ——— in each year,¹² and the board of directors so elected shall hold office for the period of one year and until their successors are elected.¹³

In witness whereof, we have hereunto set our hands and seals this ——— day of ———.¹⁴ (Duly acknowledged.¹⁵)

⁹ § 915 et seq.

¹⁰ §§ 194, 1080.

¹¹ § 1086.

¹² § 807 et seq.

¹³ § 1080 et seq.

¹⁴ § 198.

¹⁵ § 199.

FORM 27.

Articles of Incorporation—Arizona.

ARTICLES OF INCORPORATION OF THE ——— COMPANY.

Know all men by these presents that we, the undersigned, hereby associate ourselves together for the purpose of forming a corporation under the laws of the territory of Arizona, and for that purpose do hereby unite in the following articles of incorporation:

1. The name of this corporation shall be the ——— Company.¹
2. The principal office and the principal place in which the business of such corporation within the territory of Arizona is to be transacted is at the city (or town) ———, county of ———, Arizona,² and the principal office and place of business outside of the territory of Arizona shall be at the city of ——— in the state of ———; and meetings of the board of directors may be held at either of said places. The said corporation may have such principal office either within or

¹ § 188.

² §§ 189, 490, 501.

without the territory of Arizona as its board of directors may hereafter determine.³

3. The time of the commencement of this corporation shall be the day of the filing of these articles of incorporation in the office of the secretary of the said territory of Arizona; and it shall continue for a period of ——— years thereafter.⁴

4. The authorized amount of the capital stock of this corporation shall be ——— dollars,⁵ divided into ——— shares, of the par value of ——— dollars each.⁶ The said capital stock shall be paid at such times and in such amounts as the directors shall from time to time fix,⁷ and may be payable in cash or by the sale and transfer to it of real or personal property for the use and purpose of said corporation at its actual or fair cash value;⁸ and in consideration of which shares of the capital stock of said corporation, and the capital stock so issued shall thereupon and thereby become fully paid up and non-assessable.⁹ In the absence of any actual fraud in the sale of any such property, the judgment of the directors as to the value of such property purchased shall be deemed final and conclusive.¹⁰

5. The general nature of the business proposed to be transacted, and the purpose for which this corporation is organized is as follows: (Here state fully and in detail the purposes and nature of the business.)¹¹

6. The names of the persons uniting to form this corporation are:¹²

7. The highest amount of indebtedness of liability, direct or contingent, to which this corporation is at any time subject, shall be ——— dollars and which said amount does not exceed two-thirds the amount of the capital stock.¹³

8. The private property of the stockholders of this corporation shall be exempt from corporate debts of any kind whatsoever.¹⁴

9. The prudential and business affairs of this corporation shall be conducted by a board of ——— directors who shall be elected at the meeting of the stockholders held on the ——— day of ———, in each year, beginning with the year 1910.¹⁵ Directors so elected shall hold office for one year, and until their successors are elected and qualified.¹⁶ The following named persons have been selected and shall

³ §§ 1134–1137.

⁴ § 190.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 3699 et seq.

⁸ § 3960.

⁹ § 4810 et seq.

¹⁰ § 3965 et seq.

¹¹ §§ 40–43, 191.

¹² § 175.

¹³ § 195.

¹⁴ § 4812.

¹⁵ §§ 915 et seq., 807 et seq.

¹⁶ § 1080.

constitute the board of directors until the first annual election, to wit:¹⁷ (Names of directors.) The officers of said corporation who have been selected shall serve until their successors are elected and duly qualified.¹⁸

A B, President.

C D, Vice-president.

E F, Secretary.

G H, Treasurer.

In witness whereof, we hereto set our hands and seals this _____ day of _____.

¹⁷ §§ 194, 1080.

¹⁸ § 1068.

FORM 28.

ARTICLES OF INCORPORATION.

Articles of Agreement—Arkansas.

We, the undersigned, hereby unite in the following written articles of agreement, and do hereby associate ourselves together according to the provisions of the statute of the state of Arkansas in that behalf provided, for "Incorporations for manufacturing and other lawful business," and do hereby unite in and execute the following articles of incorporation:

1. The name of this corporation shall be _____.¹

2. The names and residences of the incorporators are as follows:²

Names.	Places of residence.
_____	_____
_____	_____
_____	_____

3. The principal office and place of business of this corporation shall be located at the city of _____, county of _____, state of Arkansas, or at such other place as the board of directors hereafter elected may select.³

4. The purpose of this corporation and the general nature of the business proposed to be transacted by it is: (here state fully the nature of the business.)⁴

5. The amount of the capital stock of this corporation shall be _____ dollars, of which _____ dollars has been subscribed by the above named corporators. The residue of such capital stock may be

¹ § 188.

² § 175.

³ § 189.

⁴ §§ 40-43, 191.

issued and disposed of as the board of directors hereafter elected may from time to time order and direct.⁵

6. The said capital stock shall be divided into ——— shares of the par value of one hundred dollars each.⁶

7. The prudential affairs and the business of this corporation shall be managed and controlled by a board of directors consisting of ——— members, all of whom shall be stockholders of this corporation. And immediately upon election, said board of directors shall organize and elect one of its members as president, and one of its members as vice-president, and shall also elect a secretary and treasurer.⁷

8. The first election of directors shall be held immediately after the organization of this corporation, and such directors then elected shall serve for one year and until their successors are elected.⁸

9. The first meeting of the corporators composing the said corporation for such election and for organization, shall be held in the city of ———, ——— county, state of Arkansas, at the office of A B, at 10 o'clock A. M., on the ——— day of ———, 1910.⁹

The several subscribers hereto hereby waive all further notice of said meeting.¹⁰

10. The board of directors hereafter elected are empowered to ordain and establish all by-laws and regulations necessary for the conduct and management of the business of said corporation, and to alter and repeal the same at pleasure.¹¹

In testimony where, we have hereunto set our hands this ——— day of ———, 1910.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 194.

⁸ § 915 et seq.

⁹ §§ 805, 807, 808.

¹⁰ § 824.

¹¹ § 969.

FORM 29.

Certificate of Election—Arkansas.

(To be filed with the foregoing articles of agreement and incorporation.)

Whereas, ———, ———, and ——— have associated themselves together as a body politic and corporate to be known as ———, according to the articles of agreement and incorporation heretofore executed; and,

Whereas, the said corporators being the subscribers to the capital stock of said corporation did heretofore in writing waive the fifteen days' notice as required by law and called a meeting for organization

and the election of directors, as in said articles of agreement and incorporation stated, to be held in the state of _____ at the office of A B, at 10 o'clock A. M., on the _____ day of _____, 1910; and,

Whereas, at the time and place above set out, and as fixed in said articles of agreement and incorporation, a meeting of the subscribers above named was duly held to organize said corporation and elect _____ directors; and,

Whereas, at said meeting the following named persons were duly elected directors of said corporation, to wit:

_____, _____, and _____; and,

Whereas, immediately upon the election of said directors the said board of directors organized and _____ was elected president, _____ was elected vice-president, _____ was elected secretary, and _____ was elected treasurer.

Now, therefore, the said _____, as president, and the said _____, _____ and _____ as directors, do, in pursuance of law, issue this, their certificate, verified by their oaths, and do hereby certify as follows:

1. Said corporation is formed for the purpose of (here state the same as in articles of agreement).

2. Its capital stock is _____ dollars, divided into shares of one hundred dollars each.

3. That _____ dollars of said capital stock have been actually paid in by the said subscribers.

4. That the names of the stockholders and the number of shares owned by them respectively, are as follows:

Names.	No. of shares.
_____	_____
_____	_____
_____	_____

In testimony whereof, the said _____, president of said corporation, and _____, _____, and _____, the said board of directors (or a majority) of said corporation, have hereunto set their hands on this _____ day of _____, 1910.

_____,
President.

_____,
_____,
_____,
Directors.

STATE OF ARKANSAS, COUNTY OF _____, ss:

_____, _____, and _____ on their oaths say that the matters and things in the foregoing certificate set out are true, to the best of their knowledge and belief. (President and directors sign.)

Subscribed and sworn to, etc.

FORM 30.

Articles of Incorporation—California.

ARTICLES OF INCORPORATION OF THE ——— COMPANY.

We, the undersigned, a majority of whom are citizens and residents of the state of California, do now hereby associate ourselves, and do hereby make and execute the following articles of incorporation, and do hereby unite for the purpose of forming a corporation under the laws of the state of California, and we do hereby certify:

First: That the name of this corporation shall be ———.¹

Second: That the term of the existence of said corporation shall be ——— years from and after the date of its complete incorporation.²

Third: That the location of the general office and the place where the principal business of said corporation is to be transacted, is at the city of ———, state of California.³

Fourth: That the purposes for which said corporation is formed are: (state fully and in detail the purposes of the corporation, which may be anything for which individuals may lawfully associate themselves together).⁴

Fifth: That the amount of the capital stock of this corporation is fixed at ——— dollars, which is divided into ——— number of shares of the par value of ——— dollars each.⁵

Sixth: The said capital stock shall be divided and classified into common stock and preferred stock. And the number of shares of such preferred stock shall be ———, and each of the said par value of ——— dollars; and the number of shares of the common stock shall be ———, and each of the said par value of ——— dollars. The said preferred stock shall be entitled to a preference in that the holders thereof shall be entitled to dividends at the rate of six per cent per annum, payable semi-annually, to be paid out of the earnings of said corporation before the holders of such common stock shall receive any dividend whatever. And after the payment of said dividend to such preferred stockholders, then the preferred stockholders shall share with the common stockholders in any further dividends to be paid out of profits; in other words, after the payment of the six per cent. dividends on the preferred stock, the preferred and common stockholders shall stand on an equality as to further dividends. In case the profits of any year or any part of a year are not sufficient to pay the stipulated dividend on such preferred stock, then and in that event

¹ § 188.

² § 190.

³ § 189.

⁴ §§ 40-43, 191; Montecito Val. Wa-

ter Co. v. Santa Barbara, 144 Cal. 578, 77 Pac. 1113; Baldwin v. Miller, 152 Cal. 454, 463, 92 Pac. 1030.

⁵ §§ 193, 3403, 3407.

all deferred or back dividends on the preferred stock must be paid up and discharged before any dividends can be paid to any stockholders.

On final dissolution and distribution of the assets of said corporation, the holders of preferred stock and the holders of common stock shall share in proportion to the amount of stock owned by each only, except that any back or deferred dividends due the holders of preferred stock must first be paid and discharged. (Or any other terms may be inserted that have been agreed upon, except that no limitations can be made as to the voting power or as to the statutory liability of the stockholders to the corporate creditors.)⁶

Seventh: That the number of directors of said corporation shall be ——— (not less than three), and that the names and residences of the persons who are selected and appointed to act as such directors for the first year and to serve until the election and qualification of their successors, are as follows, to wit:⁷

Names.

Places of residence.

Eighth: That the amount of capital stock which has been actually subscribed is ——— dollars, and the total amount paid on such capital stock so subscribed is ——— dollars; that is, ——— dollars on each share subscribed has been paid (or otherwise, as the facts may be). The following are the names of the persons by whom the said stock has been subscribed, with the number of the shares and the total amount, to wit:⁸

Name of subscriber.

Number of shares.

In witness whereof, we have hereunto set our hands and seals this
 ——— day of ———, A. D. 1910.

 _____ (SEAL)
 _____ (SEAL)
 _____ (SEAL)

Signed and sealed in the presence of

(There must be three or more, a majority of whom must reside in the state.)

⁶ §§ 3427, 3586 et seq.

⁷ §§ 194, 1080.

⁸ § 175; Wall v. Mines, 130 Cal. 27, 62 Pac. 386; Middleton v. Arastreville Min. Co., 146 Cal. 219, 79

Pac. 889; Stockton Gas &c. Co. v. San Joaquin Co., 148 Cal. 313, 83 Pac. 54, 5 L. R. A. (N. S.) 174n; Humphrey v. Buena Vista Water Co., 2 Cal. App. 540, 84 Pac. 296.

FORM 31.

Articles of Voluntary Association Without Capital Stock—California.

ARTICLES OF INCORPORATION OF THE ——— COMPANY.

We, the undersigned, a majority of whom are citizens and residents of the state of California, do now hereby associate ourselves, and do hereby make and execute the following articles of incorporation, and do hereby unite for the purpose of forming a corporation under the laws of the state of California, and we do hereby certify:

First: That the name of this corporation shall be ———.

Second: That the location of the principal office and the place where the principal business of said corporation is to be transacted is at the city of ———, county of ———, state of California.

Third: That the purposes for which said corporation is formed are as follows: (here state fully and in detail the business proposed to be transacted).

Fourth: That the period of existence of said corporation is ——— years, from and after the date of its complete incorporation.

Fifth: That the number of directors of said corporation shall be ——— (not less than three), and that the names and residences of the persons who are selected and appointed to act as such directors for the first year and to serve until the election and qualification of their successors, are as follows, to wit:

Names.

Places of residence.

FORM 32.

Articles of Incorporation—Colorado.

Know all men by these presents that we, ———, ———, and ——— (at least three), have associated ourselves together, and do hereby unite and associate ourselves as a corporation under the name and style of the ——— Company, for the purpose of becoming a body corporate and politic under and by virtue of the laws of the state of Colorado, and pursuant to the provisions of the laws of said state, we do hereby make, execute and acknowledge in duplicate these written articles and certificate of our intention so to become a body corporate under and by virtue of said laws:

1. The corporate name and style of our said association shall be ———.¹

2. The principal office of this corporation shall be kept in the town of ———, county of ———, state of Colorado.

¹ § 188.

3. The principal business and the operations of this corporation shall be carried on in the county or counties of ———, state of Colorado.²

4. The said corporation is to exist for the term of ——— years (for most corporations not exceeding 20 years).³

5. The objects for which this corporation is formed and incorporated is for the purpose of (here state fully the purposes).⁴

6. The capital stock of said corporation is ——— dollars, to be divided into ——— shares, of the par value of ——— dollars each.⁵

7. (If the corporation is a mining, ore reducing, or tunneling company). The capital stock of this corporation is non-assessable. (The stock certificates must have written across their face the word "assessable" or "non-assessable," as provided in the articles of incorporation.)⁶

8. The affairs and management of said corporation is to be under the control of a board of ——— directors,⁷ and the affairs and management of the said corporation for the first year are to be under the control of ———, ———, and ———, who are hereby selected to act as said directors and manage the prudential affairs and business concerns of said corporation for the first year.⁸

9. The directors shall have power to make such prudential by-laws as they may deem proper for the management and control of this corporation according to the statute in such case made and provided.⁹

In witness whereof, we have hereto set our hands and seals this ——— day of ———, A. D. 1910.¹⁰

STATE OF COLORADO, COUNTY OF ———, ss:

I, A B, a notary public in and for said county, in the state aforesaid, do hereby certify that ———, ———, and ———, personally known to me to be the persons whose names are subscribed to the annexed and foregoing certificate of incorporation, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument of writing as their free and voluntary act, for the use and purposes therein stated.¹¹

Given under my hand and notarial seal this ——— day of ———, 1910.

² § 189.

³ § 190.

⁴ §§ 40-43, 191.

⁵ §§ 193, 3403, 3407.

⁶ § 4810 et seq.

⁷ § 915 et seq.

⁸ §§ 194, 1080.

⁹ § 969.

¹⁰ § 198.

¹¹ § 199.

FORM 33.

Articles of Incorporation—Connecticut.

We, the undersigned, certify that we do hereby associate ourselves as a body politic and corporate, under and by virtue of the provisions of an act of the general assembly of the state of Connecticut entitled "An Act concerning the formation of corporations," being chapter 157 of the Public Acts of 1901 and all acts amendatory thereof. And we further state and certify:

First: The name of this corporation is _____.¹

Second: That this corporation and its principal place of business is to be located in the city of _____, in the said state of Connecticut.²

Third: That the nature of the business to be transacted by said corporation and the purpose to be promoted or carried out by it are as follows: (here state fully and in detail the objects of the corporation).³

Fourth: That the amount of the capital stock of said corporation hereby authorized is _____ dollars, divided into _____ shares, of the par value of _____ dollars each.⁴

Fifth: That said corporation shall commence business with the capital stock of _____ dollars.⁵

Sixth: That no period is hereby limited for the duration of said corporation.⁶

Seventh: The names and residences of the incorporators affixed by themselves hereto are as follows:⁷

Names.

Residences.

Signed this _____ day of _____, at _____.

¹ § 188.

² §§ 189, 490, 501.

³ §§ 40-43, 191.

⁴ §§ 193, 3403, 3407.

⁵ § 205. See also, §§ 175, 193, 564,

3933.

⁶ § 190.

⁷ § 175.

FORM 34.

Certificate of Organization—Connecticut.

We, the undersigned, the directors (or a majority if only a majority unite in the certificate) of the _____ Company, located in the city of Hartford, in said state of Connecticut, and hereby certify as follows:

First: That the amount of the authorized capital stock in said corporation subscribed for is _____ dollars, the same being _____ shares: of said amount _____ shares are preferred stock and _____

shares are common stock, amounting in all to ——— dollars, and being not less than the full amount of ——— dollars, the same being the said sum with which the incorporators stated in the certificate of incorporation that the company would begin business.

Second: That the actual amount of cash paid thereon is ——— dollars.

Third: That the amount paid thereon in property other than cash at an agreed valuation is ——— dollars.

Fourth: That upon each share of stock subscribed ——— dollars have been paid, except that upon ——— shares, ——— dollars only have been paid.

Fifth: That the name, residence and postoffice address of each of the original subscribers to such capital stock, together with the number and class of shares subscribed for each are as follows:

Name.	Residence.	P. O. Address	Number of shares.	
			Preferred.	Common.
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

Sixth: That the directors and officers of said corporation have been duly elected and by-laws adopted.

Seventh: The name, residence and postoffice address of each of the directors and officers of said corporation are as follows:

Name.	Residence.	P. O. Address.
President, _____	_____	_____
Vice-President, _____	_____	_____
Secretary, _____	_____	_____
Assistant Secretary, _____	_____	_____
Treasurer, _____	_____	_____
Assistant Treasurer, _____	_____	_____

Directors:

Eighth: The location of the principal office of this corporation is in the state of Connecticut, No. _____ St. in the said city of Hartford, and the name of the agent or person in charge thereof on whom process against said corporation may be served is _____.

In witness we have hereto set our hands this _____ day of _____.

Directors (or a majority of the directors).

FORM 35.

Articles of Incorporation—Delaware (1).

CERTIFICATE OF INCORPORATION OF THE ——— COMPANY.

We the subscribers, for the purpose of forming a corporation for the objects hereinafter stated, pursuant to an act of the legislature of the state of Delaware, entitled "An Act providing a general corporation law," approved on the ——— day of ———, and the acts amendatory thereof and supplemental thereto, do hereby unite in the following articles of incorporation, and do hereby certify:

1. The name of this corporation is ———.¹
2. The principal office and place of business of this corporation is to be located in the city of ———, in the county of ———, in the said state of Delaware.²
3. The name of the resident agent of this corporation is A B, residing at the city of ———, in the county of ———, in said state. (At the place of the principal office of the corporation.)³
4. The nature of the business proposed to be transacted by this corporation, and the objects and purposes as promoted and carried on by it are as follows: (here state fully and in detail the purposes of the corporation).⁴
5. The amount of the total authorized capital stock of the corporation is ——— dollars⁵ (not less than two thousand dollars), divided into ——— shares of ——— dollars each.⁶ (If the capital stock is divided into preferred and common, the amount of each and the statement of the preferences should be set forth as in Forms 460-474.)⁷
6. The amount of capital stock with which this company will commence business is ——— dollars (not less than one thousand dollars).⁸
7. The term of the existence of this corporation is to commence on the ——— day of ———, and its existence is to cease on the ——— day of ——— (or it is to have a perpetual existence).⁹
8. The private property of the stockholders shall not be subject to the payment of the corporate debts in any amount or to any extent whatever.¹⁰
9. The names and places of residence of each of the original sub-

¹ § 188.² §§ 189, 490, 501 et seq.³ See §§ 6653, 6760.⁴ §§ 40-43, 191.⁵ §§ 193, 3403.⁶ § 3407.⁷ §§ 3427, 3586 et seq., 3590-3593.

See also, § 5345.

⁸ See §§ 178, 179, 193, 205, 564, 3900, 3933.⁹ § 190.¹⁰ § 4810 et seq.

scribers to the said capital stock and the number of shares subscribed by each are as follows:

Name.	Residence.	Number of shares. ¹¹
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. The number of directors of the corporation shall be _____;¹² but this number may be changed from time to time as may be provided by the by-laws.¹³ If the number of directors is increased, such additional directors may be elected by the former members of the board or by the stockholders at an annual or special meeting, as may be provided in the by-laws.¹⁴

The directors from time to time may determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the company (other than the stock ledger), or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the company, unless expressly so authorized by statute or by resolution of the stockholders or the directors.¹⁵

The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the capital stock of the company which is represented in person or by proxy at such meeting (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders, as though it had been approved or ratified by every stockholder of the corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest or for any other reason.¹⁶

The directors shall also have power, without the assent or vote of the stockholders, to make and alter by-laws of the corporation;¹⁷ to fix the times for the declaration and payment of dividends;¹⁸ to fix and vary the amount to be reserved as working capital: to authorize and cause to be executed mortgages and liens upon all the property of the corporation,¹⁹ or any part thereof, and from time to time sell, assign, transfer, pledge or otherwise dispose of any or all of its prop-

¹¹ § 175.

¹² §§ 915, 1066.

¹³ § 926.

¹⁴ § 1083.

¹⁵ §§ 4515-4517.

¹⁶ See §§ 1179, 1184, 1185, 2107, 2420, 2497, 2563.

¹⁷ § 969.

¹⁸ § 5285 et seq.

¹⁹ § 1190. And see § 2560 et seq.

erty;²⁰ to determine the use and disposition of any surplus or net profits over and above the capital stock paid in,²¹ and in their discretion the directors may use and apply any such surplus or accumulated profits in purchasing or acquiring the bonds or other obligations or shares of capital stock of the corporation, to such extent and in such manner and upon such terms as the directors shall deem expedient;²² but shares of such capital stock so purchased or acquired may be resold unless such shares shall have been retired for the purpose of decreasing the corporation's capital stock as provided by law.²³

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any by-laws from time to time made by the stockholders; provided, however, that no by-law so made shall invalidate any prior act of the directors which would have been valid if such by-law had not been made.²⁴

11. Each stockholder shall at all stockholders' meetings be entitled to vote in person,²⁵ or by proxy²⁶ for each share of the capital stock held by him and which has not been transferred on the books of the corporation within twenty days next preceding such election;²⁷ but no proxy shall be voted on after three years from its date.²⁸ All persons holding stock in a fiduciary capacity shall be entitled to vote the shares so held.²⁹ And all persons whose stock has been pledged shall be entitled to vote the same, unless the transfer of the stock on the books of the corporation shall show that the pledgee is entitled to vote the same; and in which case the pledgee or his proxy only shall have the right to vote such stock.³⁰

12. Each stockholder or his proxy at all elections of directors shall be entitled to one vote for each share of stock held by him, multiplied by the number of directors to be elected; and such stockholder may cast all of such votes for any one of the candidates, or he may otherwise distribute his votes among any part or number or among the whole number of the candidates to be elected.³¹

13. The holders of any bond or debenture issued or to be issued by this corporation, whether secured by mortgage or otherwise, shall have the same power to vote in respect to the corporate affairs and manage-

²⁰ §§ 1182, 1183, 1190, 2100 et seq.

²¹ See § 5292.

²² See §§ 2300, 4075 et seq.

²³ §§ 4075, 4078.

²⁴ § 1179 et seq.

²⁵ § 855 et seq.

²⁶ §§ 875-885.

²⁷ §§ 858, 859, 861.

²⁸ See §§ 883, 884.

²⁹ § 865 et seq.

³⁰ §§ 871, 4237.

³¹ §§ 886-888.

ment to the same extent and in the same manner as stockholders; and in determining the number of votes to be cast by each bond or debenture holder, the amount of his bond or bonds should be divided by the par value of a share of the capital stock.³² In case of default in the payment of either the principal or interest of any bond or debenture, any such bond or debenture holder may have the same right of inspection of the corporate books, accounts and records as any stockholder of the company.³³

In witness whereof we have hereunto set our hands and seals this _____ day of _____, 1910.³⁴

In the presence of _____

(Acknowledgment.³⁵)

³² § 866.

³³ § 4519.

³⁴ § 198.

³⁵ § 199.

FORM 36.

Articles of Incorporation—Delaware (2).

ARTICLES OF INCORPORATION OF THE INTERSTATE BISCUIT COMPANY.

First: The name of this corporation shall be "Interstate Biscuit Company."¹

Second: Its principal office in the state of Delaware shall be located in the city of Wilmington and county of New Castle.² The agent in charge thereof shall be Philip L. Garrett.³

Third: The objects and purposes for which this corporation is formed are to do any and all of the things herein set forth as fully and to the same extent as natural persons might or could do, and in any part of the world, namely:⁴

(a) To manufacture, buy, sell, pack, prepare and generally deal in and with biscuits, crackers, cakes, Italian paste, confectionery, cereals, coffees, teas, dried fruits, and foods and food products and materials of all kinds either raw or manufactured, that may be used in foods and food products and beverages, or for the packing, adapting, preparing or preserving of such foods, food products or beverages; and generally to mix, adapt, refine, prepare, preserve, manufacture, and dispose of all such goods, wares, merchandise and materials either in

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 6653, 6760.

⁴ §§ 40-43, 191.

original packages or in such cans, jars, boxes, cartons or other containing packages as may be found desirable.

(b) To purchase, lease, or otherwise acquire lands, buildings, tenements and factories in Delaware or elsewhere, for the plants, offices, workshops, warehouses, laboratories and manufactories of the company, and to purchase, lease, or otherwise acquire tools, implements, engines, machinery, apparatus, fixtures and conveniences of all kinds for the manufacture, manipulation, preparation, preservation, packing and handling of the materials and products of the company.

(c) To apply for, obtain, purchase, lease, or otherwise acquire, and to register, hold, own and use any and all trademarks, trade secrets, processes, formulæ, inventions and improvements capable of being used in connection with the work of the company, whether secured under letters patent in the United States, or elsewhere or otherwise; and to use, operate and manufacture under the same and to sell, assign, grant licenses in respect of or otherwise dispose of and turn the same to the account and profit of the company.

(d) To do any and all things set forth in this certificate as objects, purposes, powers or otherwise to the same extent and as fully as natural persons might do, and in any part of the world, as principals, agents, contractors, trustees or otherwise, and either alone or in company with others.

(e) To have offices, conduct its business and promote its objects within and without the state of Delaware, in other states, the District of Columbia, the territories and colonial dependencies of the United States, and in foreign countries, without restriction as to place or account.

Fourth: The amount of the total authorized capital stock of this corporation is five hundred thousand dollars (\$500,000),⁵ divided into five thousand (5,000) shares of the par value of one hundred dollars (\$100) each.⁶

The amount of capital stock with which this corporation will commence business is the sum of one thousand dollars (\$1,000).⁷

Fifth: The names and residences of each of the original subscribers to the capital stock are as follows:⁸

Names.	Residences.
Francis G. Fawcett.....	Pittsburgh, Pa.
Randolph C. Blythe.....	Pittsburgh, Pa.
A. C. Bentley.....	Philadelphia, Pa.

Sixth: The existence of this corporation shall be perpetual.⁹

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 205.

⁸ § 175.

⁹ § 190.

Seventh: The private property of the stockholders shall not be subject to the payment of corporate debts to any extent whatever.¹⁰

Eighth: The directors shall have power to make, alter, amend and repeal the by-laws;¹¹ to fix the amount to be reserved,¹² and to authorize and cause to be executed mortgages and liens, without limit as to amount, upon the property and franchises of this corporation.¹³

With the consent in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the directors shall have power and authority to dispose, in any manner, of the whole property of this corporation.¹⁴

The directors shall from time to time determine whether and to what extent the accounts and books of this corporation or any of them, shall be open to the inspection of the stockholders: and no stockholder shall have any right of inspecting any account, or book, or document of this corporation, except as conferred by law, or the by-laws, or by resolution of the stockholders.¹⁵

The stockholders and directors shall have power to hold their meetings and keep the books, documents and papers of the corporation outside of the state of Delaware, at such places as may be from time to time designated by the by-laws or by resolution of the stockholders or directors, except as otherwise required by the laws of Delaware.¹⁶

It is the intention that the objects, purposes and powers specified in the third paragraph hereof shall, except where otherwise expressed in said paragraph, be no wise limited or restricted by reference to or in inference from the terms of any other clause or paragraph in this certificate of incorporation, but that the objects, purposes and powers specified in the third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes and powers.

We, the undersigned, for the purpose of forming a corporation under the laws of the state of Delaware, do make, file and record this certificate, and do certify that the facts herein stated are true; and we have accordingly hereunto set our respective hands and seals, this seventeenth day of March, A. D. 1908.¹⁷

In presence of

FRANCIS G. FAWCETT, (SEAL)

RANDOLPH C. BLYTHE, (SEAL)

A. C. BENTLEY. (SEAL)

(Acknowledgment in due form.¹⁸)

¹⁰ § 4725. See also, § 4810 et seq.

¹¹ § 969.

¹² § 5292.

¹³ § 1190 and see § 2560 et seq.

¹⁴ §§ 1191, 2418 et seq.

¹⁵ §§ 4515-4517.

¹⁶ §§ 1134-1137.

¹⁷ § 198.

¹⁸ § 199.

FORM 37.

Articles of Incorporation—District of Columbia.

We, the undersigned, of the city of Washington, District of Columbia, hereby associate ourselves, and do by these presents, pursuant to and in conformity with the provisions of the general incorporation law of the District of Columbia, associate ourselves together as a body corporate and politic, and do hereby make and execute the following certificate in writing:

1. That the name of the corporation shall be _____.¹
2. That the purposes for which said corporation is formed are _____.² (Here state fully.)
3. That the existence of this company shall be perpetual.³
4. That the capital stock of this corporation shall be _____ dollars, divided into shares of the par value of _____ dollars each.⁴
5. That the number of trustees that shall manage the concerns of the company for the first year or until their successors are elected shall be namely:⁵

Names.

Residences.

The board of trustees, by the affirmative vote of a majority of the whole board, may appoint from the trustees an executive committee of _____ members, of which a majority shall constitute a quorum, and to such extent as may be provided in the by-laws, such committee shall have and may exercise all or any of the powers of the board of trustees.⁶

6. That the place in the District of Columbia in which the operations of the company are to be carried on is at _____, in the city of Washington,⁷ District of Columbia.

Witness our hands this _____ day of _____, 1910.⁸

CITY OF WASHINGTON, DISTRICT OF COLUMBIA.

Before me, the subscriber, personally appeared _____, personally well known to me to be the persons whose names are subscribed to the foregoing certificate dated this _____ day of _____, A. D. _____,

¹ § 188.² §§ 40-43, 191.³ § 190.⁴ §§ 193, 3403, 3407.⁵ §§ 194, 1080.⁶ § 1207.⁷ §§ 189, 490, 501 et seq.⁸ § 198.

and each for himself and not for the other acknowledged said certificate to have been voluntarily made, signed and acknowledged by him as for his act and deed.

In testimony whereof I have hereunto set my hand and affixed my official seal this ——— day of ———, A. D. 1910.^a

Notary Public.

^a § 199.

FORM 38.

Articles of Incorporation—Florida.

We, the undersigned, hereby and by these articles of incorporation associate ourselves together for the purpose of becoming a body politic and corporate under and pursuant to the laws of the state of Florida, providing for the formation, management, liabilities, and immunities of corporations, the provisions of which laws are hereby accepted, and we hereby declare that the following articles of incorporation shall constitute and be the charter of said corporation upon the issuance of letters patent according to law.

Art. 1. The name of this corporation shall be ———.¹

Art. 2. The general office and principal place of business of this corporation shall be in the city ———, county of ———, state of Florida. The board of directors may establish branch offices at other places from time to time as may be desired.²

Art. 3. The period of existence of this corporation shall be ——— years (or perpetual).³

Art. 4. The general nature of the business of this corporation shall be: (Here set out fully and in detail the nature of the business supposed to be transacted).⁴

Art. 5. The amount of the capital stock of this corporation shall be ——— dollars,⁵ divided into ——— shares of the par value of ——— dollars each⁶ (not less than ten dollars). Said capital stock shall be paid for as follows: Ten per cent of which shall be paid within ——— days after letters patent shall have been granted and before said corporation shall transact any business; the remainder thereof shall be paid in such instalments and within such time as may be designated by the board of directors, and on ten days' notice to the subscribers for such deferred payments. Any stock not subscribed shall be sold by the directors from time to time as the same may be needed, at not less than its par value.⁷ (The articles of incorpora-

¹ § 188.

² §§ 189, 490, 501 et seq.

³ § 190.

⁴ §§ 40-43, 191.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ §§ 175, 193, 564, 3933.

tion may provide that the capital stock or a designated part thereof may be paid for in property, labor or services at a just valuation to be fixed by the incorporators at a meeting called for that purpose.)⁸

Art. 6. The business and prudential affairs of this corporation shall be conducted by a board of directors of not less than — nor more than —⁹

Art. 7. The annual meetings of the stockholders shall be held at the principal office of this corporation on the first Monday of January in each year at 10:00 o'clock A. M., or as soon thereafter as practical, at which meetings there shall be elected by and from the stockholders a board of directors for the ensuing year.¹⁰ The board of directors so elected shall meet immediately following the adjournment of such annual meeting of the stockholders and shall organize by electing from their own number a president, vice-president, secretary and treasurer.¹¹ (The same person may be elected secretary and treasurer.)

Art. 8. The stockholders of this corporation shall, at the first annual meeting, or as soon thereafter as practicable, adopt the necessary by-laws for the government of this corporation.¹²

Art. 9. The highest amount of indebtedness or liability to which this corporation shall at any time be subject, shall be the sum of — dollars.¹³

Art. 10. Until the first election of officers, the business and prudential affairs of this corporation shall be conducted by the following named persons: A B, president; C D, vice-president; E F, secretary and treasurer. The said officers shall adopt temporary by-laws until the first annual meeting of the stockholders.¹⁴

Art. 11. The names and residences of the subscribers to these articles of incorporation, together with the number of shares of the capital stock subscribed by each, set opposite his name, are as follows:¹⁵

Names.	Residences.	Number of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof, we have hereunto set our hands this _____ day of _____, 1910.¹⁶

(Signed and acknowledged.¹⁷)

⁸ § 3960.

⁹ §§ 915, 1066.

¹⁰ §§ 805, 807, 808.

¹¹ §§ 1068, 1386 et seq.

¹² § 965.

¹³ § 195.

¹⁴ §§ 194, 1080.

¹⁵ § 175.

¹⁶ § 198.

¹⁷ § 199.

FORM 39.

Notice of Publication—Florida.

Notice is hereby given that the undersigned will, on the —— day of ——, 1910, at 10:00 o'clock A. M., or as soon thereafter as we can be heard, apply to the Honorable A B, Governor of the state of Florida, at his office in the state house in the city of Tallahassee, state of Florida, for letters patent incorporating ourselves, our associates and successors into a body politic and corporate, under the name of —— Company.

We also hereby declare and show that the following charter and articles of incorporation is a full, true and complete copy, the original of which is now on file in the office of the secretary of state of the said state of Florida, at the said city of Tallahassee, during the time required by law for the publication of this notice.

(Signed by at least three incorporators.) (Verified proof of publication must be filed and presented with the application to the governor.)

(This notice, together with the proposed charter and articles of incorporation shall be published for four successive weeks, once each week in some newspaper published in the county where the place of business is to be located, and the original articles of incorporation must be on file in the office of the secretary of state during the four weeks of publication.¹)

¹ § 215.

FORM 40.

Articles of Incorporation—Georgia.

APPLICATION FOR CHARTER.

STATE OF GEORGIA, COUNTY OF ——.

To the Superior Court of said county:

The undersigned petitioners (two or more) hereby make application to said court for a charter for a corporation to be known as —— Company, and your petitioners respectfully show:¹

First: That they, for themselves, their associates, successors and assigns, desire to be constituted and incorporated a body corporate under the name and style of —— Company,² for the term of ——

¹ § 215.

² § 188.

years (not exceeding twenty years), with the privilege of renewal at the expiration of said time.³

Second: The object of the proposed corporation is pecuniary gain to its stockholders.

Third: The petitioners desire that said corporation and body corporate possesses the right, power and authority to sue and be sued, to have and to use a common seal, to make by-laws for its government, to elect directors for the management of its affairs, and confer upon them the right to elect officers and appoint agents and employés, to buy, sell, hold, incumber and otherwise dispose of real and personal property necessary and advantageous to the purposes of said corporation, together with all other rights, powers and privileges incident, usual or necessary to like corporations under the laws of the said state of Georgia.⁴

Fourth: The particular business proposed to be conducted and carried on by said corporation is (here state fully and in detail any business permitted by any single statutory provision).⁵

Fifth: These petitioners would show that the capital stock of the proposed corporation shall be ——— dollars, divided into ——— shares of ——— dollars each;⁶ and they would further show that ——— dollars thereof, which is more than ten per cent. of the said proposed capital, has been paid.⁷

Sixth: Your petitioners would further show that they desire that said corporation shall have the right to increase said capital stock to any amount not exceeding ——— dollars, whenever the holders of a majority of the stock may so determine, and which increase shall be disposed of as the stockholders may determine.⁸

Seventh: The general office and principal place of business of said proposed corporation shall be at the city of ———, in the county of ———, state of Georgia;⁹ but these petitioners would further show that they desire that said corporation may have the right to establish branch offices or agencies at other places, both within and without the said state of Georgia, as the holders of a majority of the stock may determine upon.¹⁰

Wherefore, these petitioners pray that after the filing and publication of this petition as required by law, that an order be entered by this court declaring these petitioners a body corporate, under the name and style aforesaid, and granting to said corporation all the rights, powers and privileges as set out and prayed for herein, or which may be inci-

³ § 190.

⁴ §§ 170 et seq., 2104 et seq.

⁵ §§ 40-43, 191.

⁶ §§ 193, 3403, 3407.

⁷ §§ 178, 179, 193, 205, 564, 3900, 3933.

⁸ § 3624.

⁹ §§ 189, 490, 501.

¹⁰ §§ 1134-1137.

dental, usual and necessary under the laws of said state of Georgia, for the purposes of their incorporation.

(Signed by petitioners or attorney.)¹¹

(A copy of the petition must be published once each week for four weeks in the nearest public newspaper to the place where the corporate business will be located.)

(On the granting of the order and the issuing of a certified copy of the petition and order under the seal of the court, a stockholders' meeting should be called to adopt the charter, elect directors and pass by-laws.)¹²

¹¹ § 198.

¹² See §§ 805, 807, 808, 915 et seq., 965.

FORM 41.

Articles of Incorporation—Hawaii.

We, the undersigned subscribers, a majority of whom are residents of the territory of Hawaii, desiring to form a corporation, hereby unite and associate ourselves together, execute, adopt and acknowledge the following articles of incorporation:

First: The name of this corporation is the Pacific Steamship Company, Limited.¹

Second: The location of the principal office and place of business of this corporation is the city of Honolulu, Hawaii.²

Third: The purpose of this corporation is: (Here state.)³

Fourth: The amount of the capital stock of this corporation is fixed at⁴ ——— dollars, divided into ——— shares of the par value of ——— dollars each.⁵ This corporation will hereafter ask the privilege of an extension of its capital stock not to exceed ——— dollars.⁶

Fifth: The business and prudential affairs of this corporation shall be managed by a board of ——— directors.⁷ The following named persons have been selected as directors to manage the business and prudential affairs of this corporation for the first year and until their successors are elected and qualified, to wit:⁸

Names.

Residences.

_____	_____
_____	_____
_____	_____

Sixth: The general officers of this corporation shall be four in num-

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ § 3624 et seq.

⁷ §§ 915, 1066.

⁸ §§ 194, 1080.

ber, as follows: president, vice-president, secretary and treasurer;⁹ and the following named persons have been selected as officers of said corporation to serve until their successors are elected and qualified, to wit:¹⁰

A B, President.¹¹

C D, Vice-president.¹²

E F, Secretary.¹³

G H, Treasurer.¹⁴

In witness whereof, etc.

(Signed by all incorporators, not less than five.)

CITY OF HONOLULU, TERRITORY OF HAWAII, SS:

A B, E F, and G H, each being duly sworn, says upon his oath, and each for himself says that the said A B has been duly elected president, the said E F, secretary, and the said G H, treasurer, of the Pacific Steamship Company, Limited, the corporation organized by the foregoing articles of incorporation; that the capital stock of said corporation is \$100,000 divided into 1,000 shares of the par value of \$100 each; that the following named persons have subscribed for the number of shares and have paid in amounts, set opposite their respective names, to wit:

Names.	Residences.	No. of Shares.	Amount paid.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

(Subscribed and sworn to.)

(If the corporation is to take over any existing business and receive property in payment of the capital stock, the affidavit of the president, secretary and treasurer must contain a full description of the property taken in payment of the capital stock, a detailed valuation of each item, together with a copy of the conveyance to be made by the owner or owners of the property or business to the proposed corporation.)

⁹ § 1386 et seq.

¹⁰ § 1068.

¹¹ § 1450 et seq.

¹² § 1495 et seq.

¹³ § 1505 et seq.

¹⁴ § 1555 et seq.

FORM 42.

Articles of Incorporation—Idaho.

Know all men by these presents that we, the undersigned, at least one of whom is a bona fide resident of the state of Idaho, have this day voluntarily associated ourselves, and do hereby and by these articles of incorporation unite and associate ourselves for the purpose of forming a corporation under the laws of the said state of Idaho:

First: The name of this corporation shall be _____.¹

Second: The period of the existence of this corporation shall be _____ years (not exceeding fifty years).²

Third: The principal office and the principal business of said corporation shall be transacted at the city of _____, county of _____, in the state of Idaho.³

Fourth: The purposes for which this corporation is formed, are as follows: (Here state purposes.)⁴

Fifth: The business and prudential affairs of this corporation shall be managed by a board of five directors.⁵ The number of directors may be increased by a majority of the stockholders of this corporation by an amendment to these articles of incorporation duly adopted.⁶ (The number of directors may be increased not to exceed fifteen, and all must be stockholders.)

Sixth: The names and residences of the persons chosen directors to manage the business and prudential affairs of said corporation for the first year are as follows:⁷

Names.	Residences.
_____	_____
_____	_____
_____	_____

Seventh: The amount of the capital stock of this corporation is _____ dollars, divided into _____ shares of the par value of _____ dollars each.⁸

Eighth: Of the said capital stock, there has been actually subscribed _____ dollars by the following named persons, with the amount subscribed by each as follows:⁹

Names.	Number of shares.	Par value.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof, we have hereunto set our hands this _____ day of _____, 1910.¹⁰

Signed and executed in the presence of

_____,
_____,

(Acknowledgment.¹¹)

¹ § 188.

² § 190.

³ § 189.

⁴ §§ 40-43, 191.

⁵ § 915.

⁶ § 926.

⁷ §§ 194, 1080.

⁸ §§ 193, 3403, 3407.

⁹ See §§ 175, 193, 205, 564, 3933.

¹⁰ § 198.

¹¹ § 199.

FORM 43.

Articles of Incorporation—Illinois.

STOCK CORPORATION.

STATE OF ILLINOIS, COUNTY OF ———, ss:

To ———, secretary of state.

We, the undersigned, ———, and ——— purpose and intend to form a corporation under an act of the general assembly of the state of Illinois, entitled, "An Act concerning corporations," approved April 18, 1872, and all acts amendatory thereof; and for the purpose of such organization we hereby unite in and execute and adopt the following articles of incorporation:

1. The name of this corporation is ———.¹
2. The objects and purposes for which this corporation is formed are: (Here state.)²
3. The capital stock of this corporation shall be ——— dollars.³
4. The said capital stock shall be divided into ——— shares of the par value of ——— dollars each.⁴
5. The location of the principal office and the place of business of this corporation is at ———, in the county of ———, state of Illinois.⁵
6. The period of duration of this corporation shall be ——— years.⁶

(Signed and acknowledged.⁷)

(When the capital stock is fully subscribed, the commissioners shall convene a meeting of the subscribers for the purpose of electing directors. Ten days' personal notice must be given of the time and place of meeting.⁸ On complete organization, the commissioners⁹ shall make a full report of their proceedings including a copy of the notice, a copy of the subscription list, a statement of the amount of capital not less than one-half actually paid in, the amount of capital not paid in, disposition of stock subscribed, and not paid.¹⁰ If subscriptions are to be paid in property such property shall be appraised by the commissioners and they shall report the fair cash value.¹¹)

¹ § 188.

² §§ 40-43, 191.

³ §§ 193, 3403.

⁴ § 3407.

⁵ §§ 189, 490, 501 et seq.

⁶ § 190.

⁷ §§ 198, 199.

⁸ §§ 805, 807, 808, 817 et seq.

⁹ § 534.

¹⁰ See §§ 175, 193, 564, 3933.

¹¹ § 3960.

FORM 44.

Articles of Incorporation—Illinois.

NON-STOCK CORPORATION.

STATE OF ILLINOIS, COUNTY OF ———, ss:

We, the undersigned, ——— and ———, propose to form a corporation under an act of the general assembly of the state of Illinois, entitled "An act concerning corporations," approved April 18, 1872, and all acts amendatory thereof and supplemental thereto; and for the purpose of such organization, we hereby unite in and execute and adopt the following articles of incorporation, to wit:

1. The name of this corporation is ———.
2. The objects and purposes for which this corporation is formed are: (Here state statutory purpose.)
3. The management of the business and prudential affairs of this corporation shall be vested in a board of ——— directors, to be elected at the annual meeting of the stockholders to be held on the first Saturday of January, 1911, and annually thereafter.
4. The names of the directors who are hereby selected to control and manage the business and prudential affairs of said corporation for the first year are as follows:

Names.	Residences.
_____	_____
_____	_____
_____	_____

5. The location of this corporation is in the city of ———, county of ———, state of Illinois, and the postoffice address of its business office is at No. ——— St., in said city of ———.

(Signed and acknowledged.)

(See notes to preceding form.)

FORM 45.

Articles of Incorporation—Indiana.

VOLUNTARY ASSOCIATIONS GENERALLY.

We, the undersigned, hereby voluntarily associate ourselves together by the following written articles of incorporation and association, signed and acknowledged by each of us, as a corporation under the laws of the state of Indiana, upon the terms and conditions, as follows:

ARTICLE 1. NAME.

The name of this corporation shall be ——— 1

ARTICLE 2. CAPITAL STOCK.

The amount of the capital stock of this corporation is ——— dollars,² divided into ——— shares of the par value of ——— dollars each³ (which cannot exceed one hundred dollars).

ARTICLE 3. OBJECT.

The objects of this corporation and the proposed plan of doing business are as follows: (Here set out any particular statutory purpose; but no two statutory purposes can be combined.)⁴

ARTICLE 4. NAMES AND RESIDENCES OF INCORPORATORS.

The names and places of residence of the incorporators are as follows:⁵

Names.	Places of residence.
_____	_____
_____	_____
_____	_____

ARTICLE 5. PLACE OF BUSINESS.

The principal office and place of business of this corporation shall be at the city of ——— in ——— county, state of Indiana.⁶

ARTICLE 6. TERM OF EXISTENCE.

The term of existence of this corporation shall be ——— years. (Not exceeding fifty years.)⁷

ARTICLE 7. SEAL.

The seal of this corporation shall be as follows: A round metal disk with the words (the corporate name and place of business) around the outer margin thereof, and the word "seal" across the center so mounted that it may be used to impress these words in raised letters upon paper.⁸

ARTICLE 8. BOARD OF DIRECTORS.

The business and prudential affairs of this corporation shall be managed and controlled by a board of ——— directors.⁹

ARTICLE 9. ELECTION OF DIRECTORS.

The board of directors shall be elected annually by the stockholders at their annual meeting to be held at the principal office and place of business of the corporation on the first Monday of ——— in each year, beginning in the year 1911.¹⁰ Each stockholder shall be allowed one vote in the election of each director for each share of stock held by him.¹¹

² §§ 193, 3403.

³ § 3407.

⁴ §§ 40-43, 191.

⁵ § 175.

⁶ §§ 189, 490, 501 et seq.

⁷ § 190.

⁸ § 192.

⁹ §§ 915 et seq., 1066.

¹⁰ §§ 805, 807, 808, 915, 1080.

¹¹ § 855 et seq.

ARTICLE 10. BOARD OF DIRECTORS FOR FIRST YEAR.

The following named persons shall constitute the board of directors and manage the business and prudential affairs of this corporation for the first year, to wit: (Name them.)¹²

In witness whereof, we have hereunto set our hands and seals this _____ day of _____, 1910.¹³

Names.

Residences.

(Duly acknowledged.¹⁴)

(The subscription list is usually made a part of the articles of incorporation, and it must show names, residences and amount subscribed.)

¹² §§ 194, 1980.

¹³ § 198.

¹⁴ § 199.

The statutory right of a stockholder to vote his stock cannot be taken from him. *State v. Anderson*, 31 Ind. App. 34, 67 N. E. 207.

Incorporators in articles of incorporation cannot provide that the corporation shall always be managed by certain named directors and officers,

unless they become incapacitated, resign or die. *State v. Anderson*, 31 Ind. App. 34, 67 N. E. 207.

The fact that the number of directors is fixed by the articles of incorporation, does not prevent the stockholders from changing the number by by-law after the first year. *Renn v. United States Cement Co.*, 36 Ind. App. 149, 73 N. E. 269.

FORM 46.

Articles of Incorporation—Indiana.

MANUFACTURING AND MINING COMPANIES.

We, the undersigned (three or more), desiring to form a corporation, hereby associate ourselves together and hereby make, sign, and acknowledge the following certificate in writing, to wit:

Art. 1. The name of this corporation shall be _____.

Art. 2. The objects of this corporation shall be: (Here state any one of the statutory purposes.)

Art. 3. The amount of the capital stock of this corporation shall be _____ dollars, divided into _____ shares each of the par value of _____ dollars.

Art. 4. The term of existence of this corporation shall be _____ years (not exceeding fifty).

Art. 5. The number of directors of this corporation shall be five (or any other number agreed upon, which must be stated).

Art. 6. The names of the directors who are selected to manage the business and prudential affairs of this corporation for the first year, are as follows: (here insert names).

Art. 7. The principal office and place where the business of this corporation is to be transacted is at the city of ———, county of ———, state of Indiana.

We, the undersigned, hereby subscribe for, and agree to take and pay for the number of shares of the capital stock of the above named corporation set opposite our respective names.

Names.	Residences. (City and County.)	Number of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof, we have hereunto set our hands and seals this _____ day of ———, 1910.

(Signed and acknowledged.)

The fixing of the number of the directors in the articles of incorporation and the names of those who shall manage the affairs of the company for the first year does not limit the right of stockholders to fix by by-laws a different number of directors who shall act for the corporation after the first year. *Renn v. United States Cement Co.*, 36 Ind. App. 149, 73 N. E. 269.

The Indiana statute provides that manufacturing and mining corporations may be formed to carry on any of the following named purposes:

(a) Any kind of manufacturing business; or to buy and sell merchandise of a kind or kinds similar or incident to merchandise to be manufactured by the incorporated company for the sale of such merchandise when manufactured.

(b) Any kind of mining business.

(c) Any kind of chemical business or mechanical business or mechanical and chemical business.

(d) To furnish motive power.

(e) To supply any cities, towns,

villages, communities, places of amusement or exhibition or any two or more of either of same with water, light, heat or power.

(f) To own, construct, operate and maintain stockyards and transit companies and conduct and transact the business incident thereto.

(g) To own, construct, maintain and operate grain elevators or flour mills or both, and transact business incident thereto, including the manufacture of flour, meal, and all grain and cereal products, and the buying and selling of grain and cereals of all kinds and the manufactured products thereof.

(h) To construct railroads, highways, streets, buildings or other structures, and to carry on a general construction business.

(i) To buy, sell and lease lands and buildings and other structures thereon, and to erect dwelling and other buildings and structures on lands leased or purchased.

(See notes to preceding form.)

FORM 47.

Articles of Incorporation—Indiana.**ARTICLES OF ASSOCIATION OF FISHER AUTOMOBILE COMPANY.**

We, the undersigned, hereby associate ourselves together pursuant to the laws of Indiana, for the organization of incorporations by the following written articles:

1. NAME.

The name of this corporation shall be "Fisher Automobile Company."¹

2. CAPITAL STOCK.

The capital stock of this association shall be ten thousand dollars,² divided into two hundred shares of fifty dollars each.³

3. OBJECT.

The object of this association shall be to buy and sell automobiles, bicycles, carriages and buggies, and carry on a mercantile business in automobiles, bicycles, carriages and buggies, and in automobile and bicycle sundries and repairs, and to do all incident or necessary to carry on and maintain said business.⁴

The plan of said business shall be to wholesale and retail automobiles, bicycles, carriages, buggies, and sundries, as aforesaid, in the state of Indiana, and such other states and territories in the United States, and in such foreign countries as the board of directors shall desire; and said directors may also establish agencies for the sale of its said merchandise in such states and territories of the United States and foreign countries as it may desire.⁵

4. NAMES AND RESIDENCES OF MEMBERS.

The following named persons, with their residences, are the names and the residences of the incorporating members:⁶

Horace L. Hewitt, Carl G. Fisher, and Merton H. Bentley, all of Indianapolis, Indiana.

5. PLACE OF BUSINESS.

The principal place of business of this association is Indianapolis, Indiana,⁷ but said business may be carried on in Indiana, and all

¹ § 188.² §§ 193, 3403.³ § 3407.⁴ §§ 40-43, 191.⁵ §§ 1135, 1137, 6626 et seq.⁶ § 175.⁷ §§ 189, 490, 501 et seq.

the states and territories of the United States, and such foreign countries as the directors may deem best.⁸

6. TERM OF EXISTENCE.

This association shall have an existence of fifty years from the date hereof.⁹

7. SEAL.

The seal of this corporation shall be a circular disk on which in a circle are the words, "Fisher Automobile Company," and across the diameter thereof the word "Seal."¹⁰

8. ELECTION OF DIRECTORS AND OFFICERS.

The directors of this association shall be elected by the stockholders of this association at its annual meeting of stockholders,¹¹ and the directors so elected shall hold for one year, or until their successors are elected and qualified.¹² Such directors shall manage the prudential and business affairs of said association.¹³ Such election shall take place at the office of the association, and shall be by ballot, and each stockholder shall be entitled to one ballot for each share of stock held by him.¹⁴

Immediately after the annual election of stockholders, at which the election of directors shall be made, the directors so elected shall proceed in directors' meeting to elect a president, vice-president, and a secretary and treasurer, who shall serve one year, and until their successors are elected and qualified.¹⁵

9. DIRECTORS FOR FIRST YEAR.

The number of directors who shall manage the affairs of this association for the first year shall be Horace L. Hewitt, Carl G. Fisher, and Merton H. Bentley.¹⁶

In witness whereof, we have hereunto set our hands and seals this, the 11th day of December, 1901, in duplicate.¹⁷

HORACE L. HEWITT,
CARL G. FISHER,
MERTON H. BENTLEY.

STATE OF INDIANA, MARION COUNTY, SS:

Before me, a notary public, in and for said county, came Horace L. Hewitt, Carl G. Fisher, and Merton H. Bentley, and each signed and

⁸ §§ 1134-1137, 6670 et seq.

⁹ § 190.

¹⁰ § 192.

¹¹ §§ 805, 807, 808, 915 et seq.

¹² § 1080 et seq.

¹³ § 1175 et seq.

¹⁴ § 855 et seq.

¹⁵ § 1068. See also, § 1386 et seq.

¹⁶ §§ 194, 1080.

¹⁷ § 198.

acknowledged the foregoing certificate of incorporation to be his free act and deed.¹⁸

Witness my hand and notarial seal this, the 11th day of December, 1901.

CHARLES A. DYER,
Notary Public.

My commission expires on the 4th day of February, 1902.

¹⁸ § 199.

FORM 48.

Articles of Incorporation—Iowa.

We, the undersigned, for the purpose of transacting the business hereinafter set forth, do hereby associate ourselves and do by the following written articles of incorporation unite ourselves into a body corporate under the provisions of Chapter 1, Title 9, of the Code of Iowa, and acts amendatory thereto; assuming all the powers and obligations granted bodies corporate under said chapter and title, and do hereby adopt the following articles of incorporation, to wit:

Art. 1. The name of this corporation shall be _____.¹

Art. 2. The principal office and place of business of this corporation shall be at the city of _____, in the county of _____, state of Iowa.²

Art. 3. The object of this corporation or business to be transacted by it is: (Here state fully the nature of the business to be transacted.)³

Art. 4. The amount of capital stock authorized is _____ dollars,⁴ divided into _____ shares of _____ dollars each.⁵ The subscriptions to said capital stock shall be payable as follows:⁶ (Here state the terms of payment). The capital stock as named may be increased by a vote of a majority in interest of all the stockholders;⁷ the additional shares of stock shall be offered to the existing stockholders proportional to their holdings at not less than the par value thereof.⁸

Art. 5. This corporation shall begin business on the day of the issuance of the certificate of incorporation by the secretary of the state of Iowa, and shall terminate at the expiration of _____ years from said date unless sooner dissolved by a majority vote of the stockholders.⁹

Art. 6. The business and prudential affairs of this corporation shall be managed by a board of _____ directors,¹⁰ who shall elect a president, vice-president, secretary and treasurer,¹¹ and such other

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ See § 4930 et seq.

⁷ § 3620 et seq.

⁸ § 3642 et seq.

⁹ § 190. See § 205.

¹⁰ §§ 915, 1066.

¹¹ § 1168.

officers, including an executive committee, as it may see fit, or as may be provided for by the by-laws when adopted.¹²

Art. 7. The annual meeting for the election of directors shall be held on the first Tuesday of January of each year at ten o'clock A. M., of said day.¹³ Until the first election, which shall be held on the _____ day of _____, 1911, the following _____ persons shall be directors of this corporation.¹⁴

Names.

Postoffice addresses.

And the following shall be the officers of this corporation for the first year.¹⁵

Postoffice address.

President, _____.

Vice-president, _____.

Secretary, _____.

Treasurer, _____.

Art. 8. All the officers of this corporation shall hold office for the term of _____ years, or until their successors are elected and qualified.¹⁶ Every director shall be a stockholder, and if any director shall sell and assign his stock he shall at once cease to be a director.¹⁷ The board of directors may fill all vacancies created in its membership between annual elections by the appointment of qualified persons to hold office for the remainder of the term.¹⁸ Special meetings of the stockholders may be called at any time¹⁹ by the president upon giving _____ days' notice in person or in writing to the several stockholders, and such meetings shall be called by the president²⁰ at any time upon request of stockholders representing _____ shares of stock. In case the president neglects or refuses to call a meeting at the request of the stockholders, stockholders owning stock to the amount of _____ shares may join in a call of the stockholders at a special meeting, which meeting shall be the same as if called by the president.²¹ At the meetings of the stockholders each stockholder shall be entitled to one vote for each share²² of stock held by him, and he may vote in person or by written proxy.²³

Art. 9. The highest amount of indebtedness to which this corporation is at any time to subject itself therein shall not exceed two-thirds of its said capital stock.²⁴

¹² §§ 1207, 1386.

¹³ §§ 805, 807, 808.

¹⁴ §§ 194, 1080.

¹⁵ § 1386.

¹⁶ § 1402.

¹⁷ § 916 et seq.

¹⁸ § 1083.

¹⁹ §§ 811, 813, 832 et seq.

²⁰ See § 807 et seq.

²¹ See § 809.

²² § 855 et seq.

²³ §§ 875-885.

²⁴ § 195.

Art. 10. The private property of the owners of stock in this corporation shall be exempt from corporate liability except to the extent and in the manner provided by the laws of the state of Iowa.²⁵

Art. 11. The stockholders may make and alter by-laws for the regulation of the business of this corporation and alter them at pleasure;²⁶ and they may authorize the board of directors to do so, subject to such restrictions as may be deemed advisable.²⁷

Art. 12. The articles of incorporation may be amended at any annual meeting of the stockholders, or at a special meeting of the stockholders called for that purpose, two-thirds of all the stockholders in interest voting for such amendment.²⁸

In witness whereof, we have hereto set our hands and seal this _____ day of _____, 1910.²⁹

(Signed and acknowledged.³⁰)

²⁵ § 4725.

²⁶ § 965.

²⁷ § 969.

²⁸ § 202.

²⁹ § 198.

³⁰ § 199.

FORM 49.

Articles of Incorporation—Kansas.

APPLICATION FOR CHARTER.

To the Charter Board of the State of Kansas:

We, the undersigned hereby make application to your honorable body constituting the attorney general, secretary of state, and state bank commissioner, and ask permission to organize a private corporation under and pursuant to the laws of the state of Kansas, and for such purpose make the following statement, to wit:

1. The name of the proposed corporation shall be _____.

2. The name of the postoffice where the principal office and place of business of this corporation is to be located is _____, in the county of _____, state of Kansas.

3. The full nature and character of the business in which the said proposed corporation is to engage is _____.

4. The names and addresses of the proposed incorporators are:

Names.

Postoffice addresses.

5. The proposed amount of the capital stock of said proposed corporation is _____ dollars.

We further state and show that this application is made in good

faith, with the intention that said corporation, when chartered, shall engage in the business hereinbefore specified and none other.

In witness whereof we have hereunto subscribed our names this _____ day of _____, 1910. (Signed and acknowledged.)

Charter: (The following articles of incorporation in practice are usually signed, acknowledged and filed with the application.)

We, the undersigned, citizens of the state of Kansas, do hereby voluntarily associate ourselves together in the following written articles of incorporation, for the purpose of forming a private corporation under the laws of the state of Kansas, and do hereby adopt the following as the charter, to wit:

First. The name of this corporation shall be the _____ Company.¹

Second. The purposes for which this corporation is formed are to: (Here state the nature of the business to be transacted.)²

Third. The principal office and place where the business of this corporation is to be transacted is at the city of _____, county of _____, state of Kansas.³

Fourth. The term for which this corporation is to exist is _____ years. (Not to exceed fifty.)⁴

Fifth. The number of directors who shall manage and control the business and prudential affairs of this corporation shall be _____, and the names and residences of these who are appointed to manage the business and prudential affairs of the business for the first year are:⁵

Names.	Residences.
_____	_____
_____	_____
_____	_____

Sixth. The amount of the capital stock of this corporation is _____ dollars, divided into _____ shares of _____ dollars each.⁶

Seventh. That the estimated value of the goods, chattels, lands, rights and credits now owned by this corporation is _____ dollars.

Eighth. The names and residences of the stockholders of this corporation and the number of shares subscribed by each are as follows:⁷

Names.	Residences.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof we have hereunto subscribed our names this _____ day of _____, 1910.⁸ (Signed and acknowledged.)⁹

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ § 190.

⁵ §§ 194, 1080.

⁶ §§ 193, 3403, 3407.

⁷ § 175.

⁸ § 198.

⁹ § 199.

FORM 50.

Articles of Incorporation—Kentucky.

We, the undersigned corporators, have signed and executed the following articles of incorporation for the purpose of forming a corporation under the laws of the state of Kentucky, as follows:

1. The name of this corporation shall be _____.¹
2. The place of the principal office of this corporation shall be at the city of _____, county of _____, state of Kentucky.²
3. The nature of the business and the purposes for which this corporation is formed, are as follows: (Here state.)³
4. The amount of the capital stock of this corporation is fixed at _____ dollars, and divided into _____ shares of the par value of _____ dollars each.⁴
5. The names and places of residence of the subscribers and stockholders are as follows, with the number of shares subscribed by each set opposite his name.⁵

Names.	Residences.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

6. This corporation shall begin business on the _____ day of _____, and its existence thereafter shall be _____ years (or perpetual.)⁶

7. The business and prudential affairs of this corporation shall be conducted by a board of _____ directors.⁷ The following named directors have been selected to manage the business and affairs of said corporation until their successors are duly elected and qualified, to wit:⁸

Names.

The directors of this corporation shall be elected on the first Saturday of July, 1910, and annually thereafter on the first Saturday of July, which election shall be held at a meeting of the stockholders at the principal office of said corporation at _____ in the county of _____, state of Kentucky.⁹

8. This corporation shall not at any time incur a higher amount of indebtedness or liability than _____ dollars.¹⁰

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ §§ 193, 3403, 3407.

⁵ § 175.

⁶ § 190.

⁷ See §§ 178, 179.

⁸ §§ 194, 1080.

⁹ § 915 et seq.

¹⁰ § 195.

9. The private property of the subscribers and stockholders shall not be subject to the debts of this corporation.¹¹

(But the private property of stockholders may be liable to any extent that may be stated.)

In witness whereof, we have hereunto set our names this —— day of ——, 1910. (Signed and acknowledged.)

¹¹ § 4725, and see § 4810 et seq.

FORM 51.

Articles of Incorporation—Louisiana.

STATE OF LOUISIANA, PARISH OF ——.

Be it known that on this —— day of ——, A. D. 1910, before me, A B, a notary public in and for the parish of ——, state of Louisiana, duly commissioned and qualified and in the presence of the witnesses hereinafter named and undersigned, personally appeared the several persons hereto subscribed, all of lawful age and residents of the state of Louisiana (or elsewhere) who severally declared that availing themselves of the provisions of the laws of the said state of Louisiana in such case made and provided, they have agreed to and do hereby form themselves into and constitute a corporation, and do, by the articles of incorporation, hereafter set out, agree and bind themselves, as well as all such persons as may hereafter become associated with them, to form and constitute a corporation for the objects and purposes and under the stipulations hereafter set forth and certify as follows:

Art. 1. The name of this corporation shall be ——, Limited,¹ and by that name it shall be known and shall enjoy succession for the term of ninety-nine years from and after the date hereof, unless sooner dissolved.² As such corporation it shall have power to sue and be sued, to enter into any contract to borrow money, purchase, hold, lease, sell and otherwise convey real and personal property: to make and use a corporate seal; to name and select directors, managers and agents and to enact by-laws and to establish rules and regulations for the management of the business and affairs of said corporation, as may be necessary: and to execute and issue bonds and other evidences of debt, and to secure the same by mortgage or otherwise.³

Art. 2. The domicile of this corporation shall be in the parish of ——, in the state of Louisiana, and all legal process shall be served on the president, or in his absence, on the vice-president.⁴

Art. 3. The object and purposes for which this corporation is

¹ § 188.

² § 190

³ §§ 2104, 2107.

⁴ §§ 189, 490, 501 et seq.

formed, and the nature of the business to be carried on by it, are as follows:⁵ (Here state.)

Art. 4. The amount of the capital stock of this corporation is hereby fixed at the sum of ——— dollars, divided into ——— shares of the par value of ——— dollars each. (Here make provision for preferred and common stock if desired, and provide for the method of payment of both common and preferred stock.⁶)

Art. 5. The management of the business and prudential affairs of this corporation shall be vested in and exercised by a board of ——— directors,⁷ all of whom are stockholders, to be elected at the annual meeting of the stockholders on the first Monday of each year, beginning with the year 1911. Said election shall be held upon ten days' notice duly mailed to each stockholder, at his last known place of residence. The election of directors shall be by ballot and each stockholder shall be entitled to one vote for each share of stock owned by him, and a majority of all votes cast shall be necessary to an election.⁸ Any vacancy occurring in the board of directors shall be filled by the remaining members of the board.⁹ Immediately following the adjournment of the first annual election, the board of directors shall hold a meeting and organize by electing a president, vice-president, secretary and treasurer; and all such officers shall hold their office for one year and until their successors are elected.¹⁰

Art. 6. The board of directors to manage the business and prudential affairs of this corporation for the first year, are as follows: (Naming them.) They shall hold their office until the ——— day of ———, 1911, or until their successors are elected.¹¹

Art. 7. These articles of incorporation may be modified, changed, or amended, or this corporation may be dissolved, upon a vote of three-fourths of the capital stock represented at a general meeting held for that purpose after thirty days' previous notice shall have been given in two or more newspapers published in the said city of ———, and the city of ———, in the state of Louisiana.¹²

Art. 8. On the dissolution of this corporation by any method known to the law, its affairs shall be liquidated by three commissioners (who may be stockholders) elected by the stockholders at a meeting called for that purpose after thirty days' previous notice shall have been given by advertising in two or more newspapers published both in the city of ——— and the city of ———; a majority in amount of the capital stock of said corporation shall be required to elect, each

⁵ §§ 40-43, 191.

⁶ §§ 193, 3403, 3407.

⁷ §§ 915, 1066.

⁸ §§ 915 et seq., 1066.

⁹ § 1083.

¹⁰ § 1068.

¹¹ §§ 194, 1080.

¹² § 202.

share being entitled to one vote in person or by proxy. The commissioners so selected, shall remain in office until the affairs of said corporation shall have been fully settled and liquidated; and in case of death of one or more of said commissioners, the vacancy shall be filled by the election of the surviving commissioners.¹³

Art. 9. No stockholder shall ever be held liable or responsible for the contracts, faults or defaults of this corporation in any manner or in any further sum than the unpaid balance due on the shares of stock owned by him; and mere informalities in the organization of this corporation shall not render this charter void, nor shall it expose any stockholder to any liability beyond the amount due on his stock.¹⁴

Art. 10. This corporation shall have power and authority to have and enjoy succession by its corporate name for the period of fifty years (cannot exceed ninety-nine);¹⁵ and this corporation shall commence its business operations as soon as ——— shares of its capital stock of each issue shall have been subscribed for.¹⁶

Art. 11. The board of directors shall have power to establish stock transfer agencies in the city of ———, and in the city of ——— under such reasonable regulations as the board of directors may prescribe.¹⁷

This done and passed in my office in the said city of ——— in the presence of ———, and ———, witnesses, of lawful age, residing in ———, do hereunto sign their names together with said appearers and me, notary, on the day and date aforesaid.

Witnesses.

(Incorporators.)

Notary Public.

¹³ §§ 6603-6610.

¹⁴ §§ 4725, 4730 et seq.

¹⁵ § 190.

¹⁶ § 205.

¹⁷ § 4334.

FORM 52.

Articles of Incorporation—Maine.

CERTIFICATE OF ORGANIZATION OF THE ——— COMPANY.

The undersigned officers of a corporation organized at the city of Portland, in the state of Maine, at a meeting of all persons who signed and acknowledged the articles of agreement therefor, duly called and

held at the office of A and B in said state, on Saturday, the 1st day of January, A. D. 1910, hereby make the following certificate and hereby certify as to the said incorporation as follows:

1. The name of said corporation is _____.¹
2. The purposes of said corporation are: (Set forth and in detail the particular purposes of the corporation.²)
3. The amount of capital stock of said corporation is _____ dollars.³
4. The amount of common stock of said corporation is _____ dollars.⁴
5. The amount of preferred stock in said corporation is _____ dollars (or is nothing).⁵
6. The par value of each share of said capital stock is _____ dollars.⁶
7. The amount of capital stock already paid in is _____ dollars (or is nothing).⁷
8. Said corporation is located at _____ in the county of _____ in the said state of Maine.⁸
9. The names and residences of the owners of stock subscribed and the signers of the articles of agreement for incorporation are as follows:⁹

Name.	Residence.	No. of shares.
A B	Portland, Me.	2
C D	Portland, Me.	3
E F	Augusta, Me.	4
G H	New York	1
Number of shares of stock subscribed.....		990

Total number of shares of stock.....1000

10. The number of directors of said corporation is three and their names are A B, C D, and E F.¹⁰

11. The name of the clerk of the corporation is L. N. and his residence and postoffice address is Portland, Maine.

12. The undersigned A B is president; the undersigned C D is treasurer; and the undersigned A B, C D, and E F are a majority of the directors of said corporation.

¹ § 188.

² §§ 40-43, 191.

³ §§ 193, 3403.

⁴ § 3426.

⁵ §§ 3427, 3586 et seq.

⁶ See § 3407.

⁷ See §§ 178, 179, 205, 564, 3933.

⁸ §§ 189, 490, 501 et seq.

⁹ § 175.

¹⁰ §§ 178, 179, 194, 1080.

In witness we have hereto set our hands this _____ day of _____.

A B, President,

C D, Treasurer,

E F,

G H,

L M,

(Subscribed and sworn to.)

Directors.

FORM 53.

Articles of Incorporation—Maine.

ARTICLES OF AGREEMENT OF THE _____ COMPANY.

Pursuant to Chapter 47 of the revised statutes of the state of Maine, and of acts amendatory thereof or additional thereto, we, the undersigned, in behalf of ourselves, our associates, successors, and assigns, do hereby associate ourselves together for the purpose of forming a corporation under the laws of the state of Maine to be called _____ Company, for the purpose of promoting and carrying on the following lawful business, to wit: (Here insert generally the business proposed to be transacted.)

It is mutually agreed and understood that the said corporation when organized shall be located at the city of _____, in the county of _____, state of Maine, and shall have its principal office and place of business in the said city of _____ in said state.

And we, the undersigned, hereby waive notice of the time, place and purpose of the first meeting of the undersigned associates and we do hereby agree and fix the _____ day of _____ at _____ o'clock A. M., of said day, as the time, and the office of A and B in said city of Portland, as the place of said meeting, and we further hereby consent to the transaction of such business as may come before said meeting or any legal adjournment thereof.

In witness whereof, we have hereunto set our hands at said city of Portland in said state of Maine, this 1st day of January, 1910.

Names.

Residences.

(See note to preceding form.)

FORM 54.

Articles of Incorporation—Maine.

ARTICLES OF AGREEMENT OF THE KNOX DRUG COMPANY.

We, the undersigned hereby associate ourselves together for the purpose of forming a corporation under the laws of Maine.

First: The name of the said corporation shall be the "Knox Drug Company."¹

Second: The purposes for which it is to be formed are:²

(1) To acquire and take over from the Knox Drug Corporation, a corporation under the laws of New Jersey, but having its factory and principal place of business in the city of New York, recipes and formulæ for and information as to the processes of manufacturing and preparing and the right to prepare, manufacture and deal in the proprietary articles and medicines owned by the said New Jersey corporation, together with the trade names, trade marks and patented preparations owned by said corporation, and all its plant, factory and offices held under lease in the said city of New York, and all the apparatus and appliances and materials therein contained.³

(2) To buy, sell, refine, prepare, manufacture, manipulate, import, export and deal in and with all substances, materials, apparatus and things capable of being used in connection with the preparation and manufacture of the articles and remedies which this company may become entitled to prepare and manufacture, and to construct, maintain and alter any plant, buildings or factories and laboratories, suitable or convenient for the purposes of the company.

(3) To carry on a business of chemists, druggists, chemical manufacturers, importers, exporters and dealers in chemical, pharmaceutical, medicinal and other preparations and chemicals.⁴

Third: Said corporation shall be located and shall have its principal office at Portland, in the county of Cumberland, in the state of Maine.⁵

Fourth: We do hereby waive all statutory requirements as to notice of the first meeting for organization, and hereby call such first meeting for the 6th day of March, 1908, at 3:00 o'clock p. m., at the office of Thompson & White, in Portland, Maine, and we hereby consent to the transaction of all such business as may come before said meeting, or at any adjournment thereof.⁶

Dated this 27th day of February, 1908.

¹ § 188.

² §§ 40-43, 191.

³ §§ 3953-3955, 3960.

⁴ § 41.

⁵ §§ 189, 490, 501 et seq.

⁶ §§ 805, 807, 824.

FORM 55.

Articles of Incorporation—Maryland.

ARTICLES OF INCORPORATION OF ——— COMPANY, OF THE
CITY OF ———.

STATE OF MARYLAND, COUNTY OF ———, ss:

Know all men by these presents, that we, the undersigned, do hereby associate ourselves and do hereby form ourselves into a corporation under the provisions of the laws of the state of Maryland, as follows:

First: Our names in full and respective places of our residence are as follows:¹

Names.	Residences.
_____	_____
_____	_____
_____	_____

Second: That the name of this corporation shall be ———, of the city of ———, of the county of ———.²

Third: The principal office and place where the business and operations of this corporation shall be carried on is at ———, county of ———, in the state of Maryland.³

Fourth: The amount of the capital stock of this corporation shall be ——— dollars.⁴

Fifth: The said capital stock shall be divided into ——— shares of the par value of ——— dollars each.⁵ (Provision may be here made for preferred stock if desired.)⁶

Sixth: The period of existence of this corporation shall be twenty-five years (cannot exceed forty).⁷

Seventh: The objects and purposes for which this incorporation is sought are as follows: (Here state.)⁸

Eighth: The articles, conditions and provisions under which this incorporation is formed are as follows: (Here set out.) And the following provisions are hereby made and adopted for the regulation of the internal affairs of this corporation⁹ (here state fully).

Ninth: The number of directors to manage and control the business and prudential affairs of this corporation shall be ———.¹⁰

Tenth: The names of the directors selected to manage and control the business and prudential affairs of this corporation for the first year are¹¹ (here set out).

In witness whereof, we have hereunto set our hands and seals this
——— day of ———, 1910.¹²

(Signed and acknowledged.)¹³

¹ § 175.

² § 188.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ §§ 3427, 3586 et seq., 5345.

⁷ § 190.

⁸ §§ 40-43, 191.

⁹ See §§ 1179, 1180, 2107.

¹⁰ §§ 915, 1066.

¹¹ §§ 194, 1080.

¹² § 198.

¹³ § 199.

FORM 56.

Articles of Incorporation—Massachusetts.

AGREEMENT OF ASSOCIATION.

This agreement of association, witnesseth, that we, the undersigned, do hereby associate ourselves together with the intention and for the purpose of forming a corporation under and pursuant to the laws of the state of Massachusetts, and have agreed as follows:

(a) The name of the proposed corporation shall be _____.¹

(b) The location of the principal office of the corporation shall be at the city of _____, in the county of _____, in the commonwealth of Massachusetts.² (If organized to do business held outside of the commonwealth then state place.)³

(c) The purpose for which the corporation is proposed to be formed and the nature of the business proposed to be transacted by it are as follows: (Here state.)⁴

(d) The total amount of the capital stock of the proposed corporation shall be _____ dollars⁵ (not less than \$1000.00).

(e) The said capital stock shall be divided into _____ number of shares of the par value of _____ dollars each.⁶

(f) (Restrictions may here be made upon the transfer of stock;⁷ and also for preferred and common stock.)⁸

(g) (State fully any provisions not inconsistent with the law of the commonwealth for the conduct and regulation of the business of the corporation,⁹ for its voluntary dissolution,¹⁰ or for limiting, defining, or otherwise regulating the powers of the corporation, its directors or stockholders, or any class of stockholders.)¹¹

(h) The first meeting shall be called by _____ and _____, of _____, by seven days' notice in writing to each of the subscribers hereto.¹² (This notice may be waived by inserting the following: We hereby waive all requirements of the statutes of the commonwealth of Massachusetts for notice of the first meeting of the subscribers hereto for reorganization, we now appoint the _____ day of _____, 1910, at 10 o'clock A. M., at the office of _____, in the city of _____, in said commonwealth, as the time and place of holding the first meeting.)¹³

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 1134-1137.

⁴ §§ 40-43, 191.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 4334.

⁸ §§ 3427, 3586, 3590-3593, and see § 5345.

⁹ See §§ 173, 1179, 1180, 2107.

¹⁰ §§ 6478, 6500, 6603.

¹¹ §§ 1179, 1180, 1184, 2107.

¹² §§ 805, 807, 808.

¹³ § 824.

(i) The names and residences of the incorporators together with the amount of stock subscribed for by each are as follows:¹⁴

Name.	Residence.	Amount of stock.	
		Preferred.	Common.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

In witness whereof, we have hereto set our hands this _____ day of _____, 1910.¹⁵

(Signed and acknowledged.¹⁶)

¹⁴ § 175.

¹⁵ § 198.

¹⁶ § 199.

FORM 57.

Articles of Organization—Massachusetts.

We, the undersigned _____, being the directors (or a majority of the directors) of the _____ Company, elected at the first meeting in compliance with the requirements of Section 11 of Chapter 437 of the Acts of 1903, do hereby certify that the following is a true copy of the agreement of association to form said corporation with the names of subscribers thereto. (Here copy in full and verbatim the above agreement of association.)

That the first meeting of the subscribers to said agreement was held on the _____ day of _____, A. D. 1910, as provided in said agreement of association (or pursuant to the notice given).

We further hereby certify that the amount of the capital stock now to be issued is _____ shares of preferred stock, and _____ shares of common stock, to be paid for as follows: (here state fully the method of payment of the two classes. If to be paid in property, services, or expenses state clearly the nature and value of such property, services, and expenses and the amount of stock to be issued).

We further certify that the names, residences and postoffice addresses of each of the officers this day elected are:

Name of office.	Name.	Residence.	Postoffice address.
President, _____.	_____	_____	_____
Treasurer, _____.	_____	_____	_____
Clerk, _____.	_____	_____	_____
Directors, _____.	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

In witness whereof, we have hereunto set our names this _____ day of _____, A. D. 1910. (Subscribed and sworn to.)

(The articles of organization and the record of the first meeting must be submitted to the commissioner of corporations for his approval, and the articles then filed in the office of the secretary of the commonwealth.)

FORM 58.

Articles of Incorporation—Michigan.

MERCANTILE AND MANUFACTURING CORPORATIONS.

We, the subscribers, desiring to associate ourselves as a corporation and to become incorporated under the provisions of Act No. 232 of the Public Acts of 1903, entitled "An Act to refuse and consolidate the laws providing for the incorporation of manufacturing and mercantile companies or any union of the two, and for the incorporation of companies for carrying on any other lawful business, except such as are precluded from organization under this act by its express provisions and to prescribe the powers and to fix the duties and liabilities of such corporations," and the acts amendatory thereof and supplementary thereto, do hereby make, execute, and adopt the following articles of association and incorporation, to wit:

ARTICLE 1.

The name assumed by this association and by which it shall be known in law is _____.¹

ARTICLE 2.

The purpose or purposes and the nature of the business of this corporation are: (Here state fully.)²

ARTICLE 3.

The principal office and place at which the operations and the business of this corporation are to be conducted is at _____, in the county of _____, state of Michigan.³

ARTICLE 4.

The capital stock of this corporation is the sum of _____ dollars.⁴

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403.

ARTICLE 5.

The said capital stock is divided into ——— number of shares, of the par value of ——— dollars each.⁵

ARTICLE 6.

The amount of such capital stock subscribed is the sum of ——— dollars.⁶

ARTICLE 7.

The amount of said capital stock actually paid in at the date hereof is the sum of ——— dollars,⁷ of which sum ——— dollars has been paid in cash, and ——— dollars has been paid in property, which said property with the valuation thereof is described as follows, to wit:⁸ (Here insert such an itemized description of the property as will describe and identify it. Each separate article need not be named and described; but such a general description must be used as will clearly distinguish the real estate, stock of goods, patent rights, or whatever may be taken in payment of the stock subscriptions, and it may save time and trouble to the department of corporations as well as to the organizers if a complete inventory with the appraised value of all the property is submitted to the department with the articles of incorporation). (Fifty per cent of the capital stock must be subscribed in the article, and ten per cent must be paid.)

ARTICLE 8.

The office in the state of Michigan for the transaction of the business of said corporation shall be kept at ———.⁹

ARTICLE 9.

The term of existence of this corporation is fixed at ——— years from the date hereof.¹⁰

ARTICLE 10.

The names of the stockholders together with their respective residences and the number of shares of stock subscribed for by each are as follows:¹¹

Names.	Residences.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

⁵ § 3407.

⁶ See §§ 175, 193, 205, 564, 3933.

⁷ §§ 179, 193, 564, 3902 et seq.

⁸ § 3960 et seq.

⁹ §§ 189, 1135. See § 1137.

¹⁰ § 190.

¹¹ § 175.

In witness whereof, and for the purpose of giving legal effect to these articles, we have hereunto signed our names this —— day of ——, A. D. 1910.¹²

(Signed and acknowledged.¹³)

¹² § 198.

¹³ § 199.

FORM 59.

Articles of Incorporation—Michigan.

CORPORATIONS NOT FOR PROFIT.

We, the undersigned, being of full age, and desiring to become incorporators under the provisions of Act No. 171 of the Public Acts of Michigan for 1903, entitled "An Act for the incorporation of associations not for pecuniary profit," we hereby make, execute and adopt the following articles of association, to wit:

ARTICLE 1.

The name or title by which said corporation is to be known in law is ——.

ARTICLE 2.

The purpose or purposes for which this corporation is formed are as follows: (Here state.)

ARTICLE 3.

The principal office or place of business of this corporation shall be at ——, in the county of ——, state of Michigan.

ARTICLE 4.

The term of existence of this proposed corporation is fixed at —— years from the date of these articles.

ARTICLE 5.

The number of trustees or directors of this proposed corporation shall be ——.

ARTICLE 6.

The names of the trustees or directors selected for the first year of the existence of this corporation are as follows: (Here state.)

ARTICLE 7.

The qualifications required of officers and members are as follows: (Here set out qualifications as agreed upon.)

In witness whereof, etc. (Signed, acknowledged and sworn to.)
(See notes to preceding form.)

FORM 60.

Articles of Incorporation—Michigan.

ECCLESIASTICAL BODIES.

We, the undersigned, being of full age and desiring to become incorporated under the provisions of Act No. 209 of the Public Acts of Michigan for 1897, entitled "An Act to revise, amend, and consolidate the laws for the incorporation of ecclesiastical bodies," do hereby make, execute, and adopt the following articles:

ARTICLE 1.

The name by which said corporation is to be known in law is ———.

ARTICLE 2.

The purpose or purposes for which this corporation is formed are as follows: (Here state.)

ARTICLE 3.

The term of existence of this proposed corporation is fixed at ——— years from the date of these articles.

ARTICLE 4.

The names of the persons associated in the first instance, and their respective residences are as follows:

Names.	Residences.
_____	_____
_____	_____
_____	_____

In witness whereof, etc. (Signed and acknowledged.)
(See notes to preceding form.)

FORM 61.

Articles of Incorporation—Minnesota.

We, the undersigned, desiring to associate ourselves and to form a body corporate under and pursuant to the provisions of Chapter 58,

revised laws of Minnesota for 1905 and any amendments thereof do hereby execute and adopt the following certificate of incorporation:

1. The name of this corporation shall be _____.¹
2. The general nature of its business shall be (here state).²
3. The principal office or place of transacting the business of this corporation shall be at the city of _____, county of _____, state of Minnesota.³
4. The time for the commencement of the existence of this corporation shall be _____ day of _____, A. D. 1910, and the period of its duration shall be _____ years.⁴
5. The names and place of residences of the persons forming this corporation are _____.⁵
6. The management of this corporation shall be vested in a board of directors composed of not less than _____ and not more than _____ members.⁶
7. The names and addresses of the board of directors of this corporation are as follows:⁷

Names.	Residences.
_____	_____
_____	_____
_____	_____

The first officers of this corporation shall be president, _____; vice-president, _____; secretary, _____; treasurer, _____.⁸

All the above named officers and directors shall hold their respective offices aforesaid, until the next annual meeting of the corporation to be held on the first Saturday of January, 1911,⁹ at which time and annually thereafter a board of directors, all of whom shall be stockholders, shall be elected at such annual meeting of the stockholders.¹⁰ The annual meeting shall be held at the general office and the principal place of business of this corporation on the said first Saturday in January in each year.¹¹ Upon the adjournment of such annual meeting after the election of directors, or as soon thereafter as practicable, the directors so elected shall meet and organize by electing from their number a president and a vice-president, and from their number or from the stockholders a secretary and treasurer.¹² Any office except that of president and vice-president may be held by any one person. The directors and officers of this corporation shall hold

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 190, 205.

⁵ § 175.

⁶ §§ 915, 1066.

⁷ See §§ 194, 1080.

⁸ § 1386.

⁹ § 1402.

¹⁰ §§ 916-918.

¹¹ § 805 et seq.

¹² § 1068.

their respective office until their successors have been duly elected and qualified and entered upon the discharge of their duties.¹³ The first meeting of the stockholders shall be held on the _____ day of _____, at 10 and 11 o'clock, respectively.

9. The amount of the capital stock of this corporation shall be _____ dollars,¹⁴ which shall be paid in money or property, or both, in such manner and at such times, and in such amounts as the board of directors may order.¹⁵ The said capital stock shall be divided into _____ shares of the par value of _____ each.¹⁶

10. The highest amount of indebtedness or liability to which this corporation shall at any time be subject is the sum of _____ dollars.¹⁷

In witness whereof, etc.

(Signed in the presence of _____¹⁸ and acknowledged.¹⁹)

¹³ §§ 1080 et seq., 1402.

¹⁷ § 195.

¹⁴ §§ 193, 3403.

¹⁸ § 198.

¹⁵ §§ 175, 193, 564, 3933, 3960.

¹⁹ § 199.

¹⁶ § 3407.

FORM 62.

Articles of Incorporation—Mississippi.

The undersigned hereby unite and associate themselves and execute the following charter of incorporation:

1. That A B, C D, and E F, and their associates, successors, and assigns are hereby created and constituted a body corporate, by the name and style of the corporate title of _____.¹

2. The names and the postoffice addresses of the incorporators of this proposed corporation are:²

Names.

Postoffice address.

3. The domicile of this corporation shall be at _____, in the county of _____, state of Mississippi, but may be changed to any other place within said state by vote of the holders of a majority of the stock of said corporation.³

4. The period of the existence of this corporation shall be _____ years. (Not to exceed fifty.)⁴

¹ § 188.

² § 175.

³ §§ 189, 490, 501 et seq.

⁴ § 190.

5. This corporation is hereby empowered and authorized to have and to hold, to purchase, receive and enjoy both real and personal property, necessary for the convenience or accomplishment of its corporate purpose, and to sell, convey, rent, release or otherwise encumber the same; to issue notes, bonds, debentures or other evidences of debt; to contract and be contracted with; to sue and be sued, to plead and be impleaded in the courts of the country; and have and use a common seal, and to change, alter, or renew the same at pleasure. And this corporation is further authorized and empowered to do all other acts necessary to promote its welfare which are not in conflict with the laws of the state of Mississippi or the United States of America.⁵

6. The purposes for which this corporation is created are (here set out).⁶

7. And said corporation is further authorized and empowered to do all acts necessary and convenient in the judgment of the officers or directors thereof, for its welfare and business.⁷

8. And such corporation shall have, possess and enjoy all the rights, powers and privileges enumerated, conferred or bestowed upon corporations by Chapter 25 of the annotated code of 1892, which are necessary and proper for the carrying out of the purposes of the corporation charter.⁸

9. The capital stock of the corporation shall be ——— dollars, divided into ——— shares of the par value of ——— dollars each.⁹ Subscriptions to said capital stock may be paid for either in cash or property.¹⁰ The capital stock may be increased or diminished by a vote of the holders of a majority of the capital stock at any meeting of the stockholders duly called for that purpose.¹¹

10. The management of the corporation shall be entrusted to such number of directors as may be established and determined from time to time by vote of a majority of the stock issued and outstanding.¹² The directors shall be elected annually by and from the stockholders.¹³ A majority of the directors shall constitute a quorum for the transaction of business.¹⁴ A president, vice-president, secretary, and treasurer shall be elected by and from the directors.¹⁵ Officers so elected shall hold office until their successors are elected and qualified. The directors shall have power to fill any vacancy in their number occasioned by death, resignation or otherwise.¹⁶ Said directors shall have power, further, to make and enact all by-laws and regulations neces-

⁵ §§ 2104, 2107.

⁶ §§ 40-43, 191.

⁷ See § 173.

⁸ § 2107.

⁹ §§ 193, 3403, 3407.

¹⁰ § 3960.

¹¹ § 3624.

¹² §§ 915, 1066.

¹³ § 915.

¹⁴ §§ 1150-1169.

¹⁵ § 1068.

¹⁶ § 1083.

sary for the control and management of the affairs of the corporation and its property, and may alter or renew by-laws or other regulations made by them as they may deem wise.¹⁷

11. All questions legally submitted at any meeting of the stockholders shall be decided by a majority vote of all stockholders present in person or by proxy. At such meetings one vote shall be allowed for each share of stock held, but all elections of directors or managers of the corporation shall conform to and be in accordance with section 194 of the constitution of Mississippi and section 837 of the annotated code of said state.¹⁸

12. No stockholder in the corporation shall be in any way liable for debts of the corporation beyond the amount due by him, her or it on any unpaid subscription to the stock of said corporation.¹⁹

13. Books of subscription to the capital stock of said corporation may be opened by any ——— of said stockholders. Upon subscriptions being taken to said stock to the extent of ——— the corporation may organize, elect directors and enter upon the transaction of business.²⁰

Witness our hands and seals this ——— day of ———, 19—. ²¹

(Signed.)

STATE OF MISSISSIPPI, COUNTY OF ———, ss:

Personally appeared before me ——— the within named ———, who acknowledged that they signed and delivered the foregoing instrument on the day and year therein mentioned.²²

Given under my hand and official seal this ——— day of ———, 19—.

Notary Public.

¹⁷ § 969.

¹⁸ See §§ 805, 807, 808, 855, 915.

¹⁹ § 195.

²⁰ §§ 179, 193, 205, 564.

²¹ § 198.

²² § 199.

FORM 63.

Articles of Incorporation—Missouri.

We, the undersigned, intending to form a corporation under the laws of Missouri, and more particularly under the provisions of Article IX, Chapter 12, revised statutes of 1899, governing manufacturing and business corporations, have this day entered into, made and executed the following articles of incorporation and agreement:

1. The name of this corporation shall be ———.¹ (The name must

¹ § 188.

designate to some extent the nature and character of the business contemplated.)

2. The principal office and place of business of this corporation shall be located at the city of ———, county of ———, state of Missouri.²

3. The amount of the capital stock of this corporation shall be ——— dollars, divided into ——— shares of the par value of ——— dollars each; that the said capital stock has been bona fide subscribed and ——— dollars (at least one-half)³ has been actually paid in lawful money of the United States and is in the custody of the persons named as the first board of directors of this corporation.⁴

4. The names and places of residence of the stockholders and the number of shares subscribed by each are as follows:⁵

Names.	Residences.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

(Must be at least three.)

5. The board of directors shall consist of ——— (not less than three, nor more than thirteen) and three of whom shall be residents of Missouri.⁶ Said board of directors are all stockholders and the following are the names of the members of the board agreed upon to manage the business and prudential affairs of this corporation for the first year, to wit:⁷ (Names.)

6. The period of the existence of this corporation shall be ——— years (not exceeding fifty).⁸

7. This corporation is formed for the following purposes. (Here set out fully and in detail.)⁹

In witness whereof, etc.

(Signed and acknowledged.)

² §§ 189, 490, 501 et seq.

³ §§ 193, 3403, 3407.

⁴ See §§ 179, 193, 205, 564.

⁵ § 175.

⁶ §§ 915, 1066.

⁷ § 194.

⁸ § 190.

⁹ §§ 40-43, 191.

FORM 64.

Articles of Incorporation—Montana.

We, the undersigned, have this day voluntarily associated ourselves, and do hereby associate ourselves together for the purpose of forming a corporation under and pursuant to the provisions of title 1 of part IV of division 1 of the civil code of the state of Montana, and we do hereby execute and adopt the following articles of incorporation:

1. The name of this corporation is _____.¹

2. The objects and purposes for which this corporation is formed are as follows: (Here state.)²

3. The principal office and the place where the principal business of this corporation shall be transacted, is the city of _____, county of _____, state of Montana.³

4. This corporation shall commence business on the _____ day of _____, and shall continue existence for the period of _____ years (not exceeding twenty).⁴

5. The number of directors or trustees of said corporation shall be _____ (not less than three nor more than thirteen).⁵

6. The names and the respective places of residence of the directors who have been selected and who shall manage the business and prudential affairs of this corporation during the first three months of its existence, or until their successors shall have been elected, are:⁶

Names.	Residences.
_____	_____
_____	_____
_____	_____

7. The capital stock of this corporation shall be _____ dollars, divided into _____ shares of the par value of _____ dollars each.⁷

8. The amount of said capital stock of this corporation as actually subscribed, with the names of the subscribers, their residence, and the number of shares subscribed by each are as follows, to wit:⁸

Names.	Residences.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

9. The capital stock of this corporation after full payment shall in no event be assessable (the stock can be made assessable to any extent desired).⁹

In witness whereof, etc.

(Signed by three or more persons.¹⁰)

(Duly acknowledged.¹¹)

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ § 190.

⁵ §§ 915, 1066.

⁶ §§ 194, 1080. See § 175.

⁷ §§ 193, 3403, 3407.

⁸ See §§ 179, 193, 205, 564, 3933.

⁹ § 4810 et seq.

¹⁰ § 198.

¹¹ § 199.

FORM 65.

Articles of Incorporation—Nebraska.

Know all men by these presents that we, ———, ——— and ———, have associated ourselves together for the purpose of forming and becoming a corporation under the laws of the state of Nebraska and for that purpose we do hereby make, execute and adopt the following articles of incorporation:

ARTICLE 1. NAME.

The name of this corporation shall be ———.¹

ARTICLE 2. PLACE OF BUSINESS.

The principal office and place of transacting the business of this corporation shall be at ———, in the county of ———, state of Nebraska.²

ARTICLE 3. GENERAL NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation shall be. (Here set out.)³

ARTICLE 4. AMOUNT OF CAPITAL STOCK.

The amount of the authorized capital stock of this corporation is ——— dollars, divided into ——— shares of the par value of ——— dollars each.⁴ All subscriptions to the capital stock of this corporation shall be payable as follows:⁵ (Here set out terms of payment.)

ARTICLE 5. COMMENCEMENT AND TERMINATION.

The time of the commencement of this corporation shall be on the ——— day of ———, and the termination of this corporation shall be on the ——— day of ———.⁶

ARTICLE 6. AMOUNT OF LIABILITY.

The highest amount of indebtedness to which this corporation shall at any time subject itself, shall be ——— dollars.⁷

ARTICLE 7: BOARD OF DIRECTORS AND OFFICERS.

The business and prudential affairs of this corporation shall be managed by a board of ——— directors elected by the stockholders at their annual meeting, as provided by by-laws, all of whom shall be stockholders in this corporation.⁸ Immediately upon their election.

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ §§ 193, 3403, 3407.

⁵ § 3930. See also, §§ 175, 193, 564, 3900, 3933.

⁶ § 190.

⁷ § 195.

⁸ §§ 915, 1066.

the board of directors shall organize by electing a president, vice-president, secretary and treasurer.⁹ The names and places of residence of the board of directors selected to manage and control all business and prudential affairs of this corporation until their successors are elected and qualified, are:¹⁰

Names.

Places of residence.

ARTICLE 8. AMENDMENTS.

These articles of incorporation may be amended at any regular meeting of the stockholders, or at any special meeting called for that purpose after thirty days' notice in writing, on a vote of the owners of two-thirds of the stock and any amendments so made shall be regarded and published in the same manner as the original articles are required by law.¹¹

(Signed¹² and acknowledged.¹³)

⁹ § 1068.

¹⁰ §§ 194, 1080.

¹¹ § 202.

¹² § 198.

¹³ § 199.

FORM 66.

Articles of Incorporation—Nevada.

We, the undersigned, have this day voluntarily associated ourselves, together, and do hereby unite in and execute the following articles of incorporation, for the purpose of forming a corporation under and pursuant to the laws of the state of Nevada:

First: The name of this corporation shall be "The Gold Field Irrigation Company."¹ (The name shall end with the word "incorporated," or it must contain one of the following words as a substantive noun, to wit: "Association," "Company," "Corporation," "club," "society," or "Syndicate.")

Second: The principal office and place of business of this corporation is to be located at the town of ———, in the county of ———, state of Nevada.²

Third: The nature of the business of this corporation and the purposes for which it is formed, are : (Here set out.)³

Fourth: The total amount of the authorized capital stock of this

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40–43, 191.

corporation shall be _____ dollars, divided into _____ shares of the par value of _____ dollars each.⁴ (The capital stock cannot be less than two thousand dollars.)

Fifth: The amount of the subscribed capital stock with which this corporation will begin business is _____ dollars;⁵ and the amount of the said capital stock actually subscribed is _____ dollars, and the amount actually paid up is _____ dollars.⁶

Sixth: (If preferred stock is desired, provision must be made for dividing the capital stock into common and preferred and the nature of the preference should be fully stated.⁷)

Seventh: The names and residences of each of the original subscribers to the capital stock and the amount subscribed by each, are as follows:⁸

Names.	Residences.	Amount subscribed.
_____	_____	_____
_____	_____	_____
_____	_____	_____

(Postoffice address.)

Eighth: The period limited for the duration of the existence of this corporation is _____ years (or perpetual).⁹

Ninth: The members of the governing body of this corporation shall be styled "Directors," (or "Trustees" if a non-profit corporation) and shall be _____ in number (not less than three).¹⁰

Tenth: The capital stock of this corporation, after the amount of the subscription price has been fully paid by each subscriber, shall not be subject to any assessment whatever for the payment of the debts of the corporation.¹¹

Eleventh: (Insert any provisions desired in regard to the regulation of the internal affairs of the corporation and to prohibit a stockholder from cumulating his shares in voting for directors.¹²)

In witness whereof, etc.

(Signed¹³ and acknowledged.¹⁴)

(The first meeting for organization shall be called by a notice signed by a majority of the incorporators, stating the time, place and purpose of the meeting, which shall be published at least two weeks prior to the meeting three times in a newspaper published in the county of the corporation's principal place of business; or by two days' notice

⁴ §§ 193, 3403, 3407.

⁵ See §§ 179, 193, 564.

⁶ See §§ 3900, 3933.

⁷ §§ 3427, 3586 et seq.

⁸ § 175.

⁹ § 190.

¹⁰ §§ 915, 1066, 1080.

¹¹ § 4810 et seq.

¹² See §§ 1179, 1180.

¹³ § 198.

¹⁴ § 199.

personally served on all the incorporators and stockholders.¹⁵ But this notice may be waived by inserting in the articles of incorporation, the time and place of the first meeting.¹⁶)

¹⁵ See § 817 et seq.

¹⁶ § 824.

FORM 67.

Notice of Incorporation—Nevada.

To whom it may concern: Notice is hereby given that ———, ———, and ——— have organized a corporation under the name and style of “The ——— Company,” and for such purposes have made and executed the following articles of incorporation:

(Here set out articles in full.)

(This notice must be published in some newspaper near the principal place of business for four weeks and the articles then filed and recorded with the secretary of state, and with the county clerk of the county where the corporation is located.)

(Ten per cent. of the capital stock stated in the articles must be paid before manufacturing companies are authorized to commence operation.¹⁷)

¹⁷ See §§ 175, 193, 564, 3900, 3933.

FORM 68.

Articles of Incorporation—New Hampshire.

The undersigned, persons of lawful age, desiring to associate themselves together and to form a corporation under the provisions of chapter 147 of the public statutes of New Hampshire, hereby enter into the following articles of agreement and incorporation:

1. The name of this corporation shall be ———.¹
2. The objects and purposes for which this corporation is organized and established, are: (Here insert.)²
3. The place of the principal office and where the business of this corporation is to be carried on, is at the city of ———, county of ———, state of New Hampshire.³
4. The capital stock to be paid in shall be ——— dollars, divided into ——— shares of the par value of ——— dollars each.⁴

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403, 3407.

5. The first meeting of the said associates and the corporators uniting herein, shall be held on the _____ day of _____, at 10 o'clock A. M., at the office of _____, in the city of _____, county of _____, state of New Hampshire.⁵

6. The names and postoffice addresses of the subscribers hereto and the corporators, are as follows:⁶

Names.

Postoffice addresses.

⁵ §§ 805, 807, 808.

⁶ § 175.

FORM 69.

Articles of Incorporation—New Jersey.

We, the undersigned, hereby associate ourselves together and hereby enter into the following articles for the purpose of forming a corporation under and by virtue of the provisions of an act of the legislature of the state of New Jersey, entitled: "An Act concerning corporations, according to the revision of 1896, and the several supplements thereto and acts amendatory thereof;" we do further hereby severally subscribe for and agree to take the number of shares of stock of said corporation set opposite our respective names; and we do further unite in the execution of the following articles and certify as follows:

First: The name of said corporation shall be _____.¹

Second: The location of the principal office of this corporation is at No. _____ street in the city of _____, county of _____.² The name of the agent therein and in charge thereof upon whom process against this corporation may be served is L M.

Third: The period of the existence of this corporation shall be _____ years (or unlimited).³

Fourth: The objects for which this corporation is formed are (here state). This corporation shall also have power to conduct its business in all its branches, have one or more offices, and unlimitedly to hold, purchase, mortgage and convey real and personal property in any state, territory, or colony of the United States and in any foreign country or place.⁴

Fifth: The total authorized capital stock of this corporation is _____ dollars.⁵

¹ § 188.

² §§ 189, 490 et seq., 501 et seq.

³ § 190.

⁴ §§ 40-43, 191.

⁵ §§ 193, 3403.

Sixth: The said capital stock of this corporation is divided into _____ shares of the par value of _____ dollars each.⁶

Seventh: The names and postoffice addresses of the incorporators and the number of shares subscribed for by each,⁷ the aggregate of which is _____ dollars, is the amount of capital stock with which this company will commence business, are as follows:⁸

Names.	Postoffice addresses	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

In witness whereof, we have hereunto set our hands and seals this _____ day of _____, A. D. 1910.

(Signed)⁹ _____.

Signed, sealed and delivered in the presence of _____.

Acknowledged.¹⁰

⁶ § 3407.

3933.

⁷ § 175.

⁹ § 198.

⁸ See §§ 179, 193, 205, 564, 3900,

¹⁰ § 199.

FORM 70.

Articles of Incorporation—New Jersey.

CERTIFICATE OF INCORPORATION OF THE MERCHANTS' ICE COMPANY.

We, the undersigned, for the purpose of forming a corporation under and by virtue of the provisions of an act of the legislature of the state of New Jersey, entitled, "An Act concerning corporations (revision of 1896)," and the several supplements thereto and acts amendatory thereof, do hereby severally subscribe for and agree to take the number of shares of stock of said corporation hereinafter placed opposite our respective names, and do certify and set forth as follows:

First: The name of said corporation shall be "Merchants Ice Company."¹

Second: The location of its principal office in the state of New Jersey shall be at No. 275 Montgomery street, Jersey City.² The name of the agent who shall be therein and in charge thereof upon whom process against this corporation shall be served, is James T. Powers.³

Third: The objects for which this corporation is formed are:⁴

(Purposes.)

Fourth: The total authorized stock of the corporation shall be two hundred fifty thousand dollars (\$250,000),⁵ divided into two thousand five hundred shares of the par value of one hundred dollars

¹ § 188.

⁴ §§ 40-43, 191.

² § 189.

⁵ §§ 193, 3403.

³ §§ 490, 501 et seq.

(\$100) each,⁶ and the amount of capital stock with which said corporation will begin business is one thousand dollars (\$1,000).⁷ Of said capital stock one thousand five hundred (1,500) shares shall be common stock and one thousand (1,000) shares shall be preferred stock.⁸

Such preferred stock shall, after March 1, 1910, be entitled to a preferential, cumulative, annual dividend of six per cent., payable on or before the first day of December of each year from the surplus profits of the company, and after the common stock of the company shall have received a like dividend, shall participate with the common stock in all further dividends declared in that year above six per cent. and up to but not exceeding twelve per cent., but no further.⁹

Fifth: The names and postoffice addresses of the incorporators and the number of shares subscribed for by each are as follows:¹⁰

Names.	Addresses.	Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

Sixth: The period of existence of said corporation shall be unlimited.¹¹

In witness whereof, we have hereunto set our hands and seals this first day of August, A. D., one thousand nine hundred ten.¹²

In the presence of—

_____	_____ (L. S.)
_____	_____ (L. S.)
_____	_____ (L. S.)
_____	_____ (L. S.)

Acknowledgment.¹³

⁶ § 3407.

⁷ §§ 175, 193, 205, 564, 3933.

⁸ §§ 3427, 3586, 3590-3593.

⁹ § 5345.

¹⁰ § 175.

¹¹ § 190.

¹² § 198.

¹³ § 199.

FORM 71.

New Jersey Charter.

CERTIFICATE OF INCORPORATION OF WEST END TRANSPORTATION COMPANY.

The undersigned, for the purpose of forming a corporation under and pursuant to an act of the legislature of the state of New Jersey, entitled, "An Act concerning corporations (division of 1896)," and the acts amendatory thereof and supplemental thereto, do hereby set out and certify as follows:

Art. 1. The name of the corporation is "West End Transportation Company."¹

Art. 2. The location of the principal office of the corporation is in the state of New Jersey, No. 23 River avenue, in the city of Jersey City, county of Hudson, in said state, which shall also be its registered office.² And the name of the agent of said corporation in said state who is in charge of said principal office and upon whom process against this corporation may be served, is Security Trust Company.³

Art. 3. The objects for which this corporation is formed are as follows, viz:⁴

To furnish, transmit, convey, transport and deliver sounds, signals, and intelligence, packages, mail matter, freight and general merchandise, power, heat, light and refrigeration, by steam, water, air, electricity or otherwise, and to acquire, construct, dispose of, hold, maintain, operate and lease to or rent, from others, all tunnels and other subways and space therein, and all terminals, structures, appliances and other property, real or personal, useful in carrying out any lawful purpose whatsoever; to produce or otherwise acquire and to furnish and distribute electric current or other mechanical power, for light, heat, power, refrigeration, signaling, traction or other purposes, both public and private; to operate a telephone exchange and system; to operate a system for the delivery of parcels and messages by messengers, vehicles or otherwise; to carry on the business of storage and warehousing in all its branches; to construct and operate subways, tunnels, pneumatic tubes, telephone systems, telegraph lines, power houses, terminals and other structures incidental to any of the purposes herein enumerated; to construct, control, lease and operate, by electricity or other power, railways for the transportation of passengers or freight; to produce, manufacture and to otherwise prepare and to deal in and deal with and to buy and sell materials, machinery, appliances, supplies or products which may be used in or in connection with any of the objects aforesaid; to hold, purchase or otherwise to acquire, to sell, assign, mortgage, pledge or otherwise dispose of the shares of the capital stock, bonds or other evidences of debt incurred or created by other corporations, and while the holder of such stock, to exercise all the rights and privileges of ownership, including the right to vote thereon, to the same extent as a natural person might or could do; to apply for, obtain, register, lease or otherwise acquire, and to hold, use, operate, sell, assign or otherwise dispose of any trademarks, trade names, patents, inventions, improvements and processes,

¹ § 185.

² § 189.

³ §§ 6653, 6760.

⁴ §§ 40-43, 191.

used in connection or secured under letters patent of the United States, or of any other countries or otherwise; and to carry on any other business whatsoever which the corporation may deem proper or convenient to be carried on in connection with any of the foregoing purposes, or calculated directly or indirectly to promote the interests of the corporation or to enhance the value of its property, and to have and enjoy and exercise all the rights, powers and privileges which are now or which may hereafter be conferred upon corporations organized under the act herein mentioned; providing, always, that the corporation shall not construct, maintain or operate any railroad or telegraph or telephone lines in the state of New Jersey, or engage in any business hereunder which shall require the exercise of the right of eminent domain within said state, unless power in either or any of said respects shall hereafter be conferred upon it by law; nor shall anything herein set forth be construed to authorize or evidence the formation hereby of an insurance, safe deposit or trust company, banking corporation, savings bank or other corporation deemed to possess any of the powers prohibited to corporations formed under the statutory provisions aforesaid.

The purpose of the corporation is from time to time to do any one or more of the acts and things herein set forth.

The corporation may, from time to time, conduct its business in other states and in the territories, District of Columbia and dependencies of the United States and in foreign countries; it may have an office or offices, and, except as otherwise required by law, keep its books in whole or in part, at a point or points outside of the state of New Jersey; and it may hold, purchase, mortgage and convey real and personal property in any such state, territory, district, dependency or foreign country.⁵

Without in any particular limiting or restricting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue bonds and other obligations in payment for property purchased or acquired by it, for money borrowed, or for any other lawful object in and about its business;⁶ to mortgage or pledge any property which may be acquired by it; to secure any bonds, guaranties or other obligations by it issued or incurred;⁷ to guarantee any dividends,⁸ bonds,⁹ contracts or other obligations;¹⁰ to make and perform contracts of every kind and description;¹¹ and in carrying on its business, or for the purpose of

⁵ §§ 490, 501.

⁶ §§ 2108, 2165, 2185, 2235 et seq.

⁷ § 2525 et seq.

⁸ §§ 2219, 5354.

⁹ See § 2276.

¹⁰ §§ 2217-2219.

¹¹ § 2135 et seq.

attaining or furthering any of its objects or purposes, to do any and all other things and exercise any and all other powers which now or hereafter may be permitted by law.¹²

Art. 4. The total authorized capital stock of the corporation is four million five hundred thousand dollaars (\$4,500,000.00),¹³ divided into five hundred thousand (500,000) shares of the par value of one hundred dollars (\$100.00) each.¹⁴

Art. 5. The names and postoffice addresses of the incorporators and the number of shares of stock for which, severally and respectively, the said incorporators do hereby subscribe (the aggregate of our said subscriptions being five thousand dollars, which is the amount of capital stock with which the corporation is authorized to commence business), are as follows:¹⁵

Name.	Postoffice address.	Number of shares.	Total Par value.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Art. 6. The duration of the corporation shall be perpetual.¹⁶

Art. 7. The number of directors of the corporation shall be fixed and may be increased or decreased as may be provided from time to time, in the by-laws.¹⁷ In case of any increase in the number of directors, the additional directors shall be elected as may be provided in the by-laws by the directors or by the stockholders at an annual or special meeting.¹⁸ The corporation shall have the power, at any time, to provide for the classification of its board of directors and to do all things by it deemed necessary or proper to accomplish such classification.¹⁹ In case of any vacancy in the board of directors, the remaining directors, by an affirmative vote of a majority of the board of directors, may elect a successor to hold office for the unexpired portion of the term of the director whose place shall have become vacant and until the election of a successor.²⁰

The board of directors shall have power to hold their meetings outside of the state of New Jersey at such place or places as may be from time to time designated by the by-laws or by resolution of the board of directors.²¹

The board of directors in its discretion may submit any contract for the purchase or sale of property, the sale, incumbrance or other disposi-

¹² § 2108 et seq.

¹³ §§ 193, 3403.

¹⁴ § 3407.

¹⁵ § 175.

¹⁶ § 190.

¹⁷ §§ 915, 926, 1066.

¹⁸ § 926.

¹⁹ § 1080.

²⁰ § 1083.

²¹ §§ 1134-1137.

tion of shares of stock, bonds or other obligations to be issued by the corporation or of any other securities, or for the borrowing of money by the corporation, for authorization, approval or ratification at any annual meeting by the stockholders, or at any meeting of the stockholders, called for the purpose of considering any such contract, and any contract or act in connection therewith that shall be authorized, approved or be ratified by the vote of the holders of a majority in amount of the capital stock of the company which is represented in person or by proxy at such meeting (provided that a lawful quorum of stockholders be there represented in person or by proxy), shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been authorized, approved and ratified by every stockholder of the corporation.²²

(As authorized by the act of the legislature of the state of New Jersey, passed March 22, 1901, amending the seventeenth section of the act concerning corporations (revision of 1896) any action which theretofore required the consent of the holders of two-thirds of the stock at any meeting after notice having been given, or required their consent in writing to be filed, may be taken, upon the consent of and the consent given and filed by the holders of two-thirds of the stock represented at such meeting, in person or by proxy; provided, that the consent or approval of a majority or of two thirds of the stock of the corporation at the time outstanding be not required by the provisions hereof, in respect of some action herein provided for.²³)

Any officer elected or appointed by the board of directors may be removed at any time with or without cause, by an affirmative vote of two-thirds of the whole board of directors. Any other officer or employé may be removed at any time, with or without cause, by the vote of the board of directors or by any committee or superior officer upon whom such power of removal may be conferred by the by-laws, or by a vote of the board of directors.²⁴

The board of directors, by the affirmative vote of a majority of the whole board, may appoint from their number an executive committee and a finance committee, of each of which committees a majority shall constitute a quorum; and to such extent it shall be provided in the by-laws, such committees shall respectively have and may exercise all or any of the powers of the board of directors, including the power to cause the seal of the corporation to be affixed to all papers.²⁵

The board of directors, by an affirmative vote of the majority of the whole board, may appoint any other standing committees; and such

²² See §§ 1179, 1184-1186.

²³ See §§ 2420, 2563.

²⁴ §§ 1193, 1810 et seq.

²⁵ § 1207.

standing committees shall have and may exercise such powers as may be conferred and authorized by the by-laws or by the board of directors.²⁶

The board of directors may appoint, not only other officers of the corporation, but also one or more vice-presidents, one or more assistant treasurers, and one or more assistant secretaries; and, to the extent provided in the by-laws, or by the board of directors, the persons so appointed, respectively shall have and may exercise all the powers of the president and of the treasurer and of the secretary, respectively.²⁷

The board of directors shall have power from time to time, to fix and determine and to vary the amount of the working capital of the corporation, and to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in.²⁸

Except as herein otherwise provided, the board of directors shall have power and authority to sell, assign, transfer, convey or otherwise dispose of all or any of the property and assets of the corporation on such terms and conditions as the said board of directors shall deem just and expedient, and to issue the bonds, debentures, notes, and other obligations or evidences of the debt of the corporation.²⁹

With the consent in writing, or by vote at a special meeting of the stockholders called for the purpose, of the holders of not less than two-thirds of the capital stock of the corporation at the time outstanding, the directors of the corporation shall have power to sell, convey, or otherwise dispose of all the property, rights and franchises of the corporation as an entirety upon such terms and conditions, and for such considerations, whether in cash, stocks, bonds or other property, as the directors may in their discrimination determine.³⁰

The board of directors, from time to time, shall determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation, or any of them, shall be opened to the inspection of the stockholders; and no stockholder shall have any right to inspect any account or book or document of the corporation, except as conferred by statute or authorized by the board of directors, or by resolution of the stockholders.³¹

Subject always to by-laws made by the stockholders, the board of directors may make by-laws and, from time to time may alter, amend, or repeal any by-laws; but any by-laws made by the board of directors may be altered or repealed by the stockholders at any annual meeting,

²⁶ §§ 1207-1211.

²⁷ See § 1196.

²⁸ See § 1179 et seq.

²⁹ §§ 1179, 1183 et seq.

³⁰ §§ 2418-2420, 2497, 2563.

³¹ §§ 4515-4517.

or at any special meeting, provided notice of such proposed alteration or repeal be included in the notice of the meeting.³²

In witness whereof, we have hereunto set our hands and seals this 31st day of March, A. D. 1910.

_____ (L. S.)
_____ (L. S.)
_____ (L. S.)

Signed, sealed and delivered in the presence of ³³

(Acknowledgment.³⁴)

(Endorsement and certificate of secretary of state.)

³² § 969.

³⁴ § 199.

³³ § 198.

FORM 72.

Articles of Incorporation—New Jersey.

(The amended articles of the United States Steel Corporation.)

We, the undersigned, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the act of the legislature of the state of New Jersey, entitled "An Act concerning corporations (Revision of 1896)," and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

1. The name of the corporation is "United States Steel Corporation."¹

2. The location of its principal office in the state of New Jersey is at No. 51 Newark street, in the city of Hoboken, county of Hudson.² The name of the agent therein and in charge thereof, upon whom process against the corporation may be served, is Hudson Trust Company. Said office is to be the registered office of said corporation.

3. The objects for which the corporation is formed are:³

To manufacture iron, steel, manganese, coke, copper, lumber and other materials, and all or any articles consisting, or partly consisting, of iron, steel, copper, wood or other materials, and all or any products thereof.

To acquire, own, lease, occupy, use or develop any lands containing coal or iron, manganese, stone or other ores, or oil, and any wood lands or other lands for any purpose of the company.

To mine, or to otherwise extract or remove, coal, ores, stone and

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490 et seq., 501 et seq.

other minerals and timber from any lands owned, acquired, leased or occupied by the company, or from any other lands.

To buy and sell or otherwise to deal or to traffic in iron, steel, manganese, copper, stone, ores, coal, coke, woods, lumber and other materials, and any of the products thereof, and any articles consisting or partly consisting thereof.

To construct bridges, buildings, machinery, ships, boats, engines, cars and other equipment, railroads, docks, slips, elevators, waterworks, gas works and electric works, viaducts, aqueducts, canals and other waterways, and any other means of transportation, and to sell the same or to otherwise dispose thereof, or to maintain and operate the same, except that the company shall not maintain or operate any railroad or canal in the state of New Jersey.

To apply for, obtain, register, purchase, lease, or otherwise to acquire, and to hold, use, own, operate and introduce, and to sell, assign, or otherwise dispose of, any trademarks, trade names, patents, inventions, improvements and processes used in connection with, or secured under letters patent of the United States or elsewhere, or otherwise: and to use, exercise, develop, grant licenses in respect of, or otherwise to turn to account any such trademarks, patents, licenses, processes and the like, or any such property or rights.

To engage in any other manufacturing, mining, construction or transportation business of any kind or character whatsoever, and to that end to acquire, hold, own and dispose of any and all property, assets, stocks, bonds and rights of any and every kind: but not to engage in any business hereunder which shall require the exercise of the right of eminent domain within the state of New Jersey.

To acquire by purchase, subscription or otherwise, and to hold or to dispose of stocks, bonds, or any other obligations of any corporation formed for, or then or theretofore engaged in or pursuing any one or more of the kinds of business, purposes, objects or operations above indicated, or owning or holding any property of any kind herein mentioned; or of any corporation owning or holding the stocks or the obligations of any such corporation.

To hold for investment, or otherwise to use, sell or dispose of, any stock, bonds, or other obligations of any such other corporation; to aid in any manner any corporation whose stock, bonds or other obligations are held or in any manner guarantied by the company, and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stock, bonds or other obligations, or to do any acts or things designed for any such purpose; and, while owner of any such stock, bonds or other obligations, to exer-

cise all the rights, powers and privileges of ownership thereof, and to exercise any and all voting power thereon.

The business or purpose of the company is from time to time to do any one or more of the acts and things herein set forth; and it may conduct its business in other states and in the territories and foreign countries, and may have one office or more than one office and keep the books of the company outside of the state of New Jersey, except as otherwise may be provided by law; and may hold, purchase, mortgage and convey real and personal property either in or out of the state of New Jersey.

Without in any particular limiting any of the objects and powers of the corporation, it is hereby expressly declared and provided that the corporation shall have power to issue bonds and other obligations in payment for property purchased or acquired by it, or for any other object in or about its business; to mortgage or pledge any stocks, bonds or other obligations, or any property which may be acquired by it, to secure any bonds or other obligations by it issued or incurred; to guarantee any dividends or bonds or contracts or other obligations; to make and perform contracts of any kind and description; and in carrying on its business, or for the purpose of attaining or furthering any of its objects, to do any and all other acts and things, and to exercise any and all other powers which a copartnership or natural person could do and exercise, and which now or hereafter may be authorized by law.⁴

4. The total authorized capital stock of the corporation is eleven hundred million dollars (\$1,100,000,000),⁵ divided into eleven million shares of the par value of one hundred dollars each.⁶ Of such total authorized capital stock five million five hundred thousand shares, amounting to five hundred and fifty million dollars, shall be preferred stock,⁷ and five million, five hundred thousand shares, amounting to five hundred and fifty million dollars shall be common stock.

From time to time the preferred stock and the common stock may be increased according to law,⁸ and may be issued in such amounts and proportions as shall be determined by the board of directors and as may be permitted by law.⁹

The holders of the preferred stock shall be entitled to receive, when and as declared, from the surplus or net profits of the corporation, yearly dividends at the rate of seven per centum per annum and no more,¹⁰ payable quarterly on dates to be fixed by the by-laws. The dividends on the preferred stock shall be cumulative, and shall be pay-

⁴ §§ 173, 1179, 1180, 2103 et seq.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ §§ 3427, 3586 et seq.

⁸ §§ 3620, 3624 et seq.

⁹ §§ 3626, 3642.

¹⁰ §§ 3603 et seq., 5345 et seq.

able before any dividends on the common stock shall be paid or set apart, so that, if in any year, dividends amounting to seven per cent shall not have been paid thereon, the deficiency shall be payable before any dividends shall be paid upon or set apart for the common stock.¹¹

Whenever all cumulative dividends on the preferred stock for all previous years shall have been declared and shall have become payable, and the accrued quarterly instalments for the current year shall have been declared, and the company shall have paid such cumulative dividends for previous years and such accrued quarterly instalments, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof, the board of directors may declare dividends on the common stock, payable then or thereafter, out of any remaining surplus or net profits.¹²

In the event of any liquidation or dissolution or winding up (whether voluntary or involuntary) of the corporation, the holders of the preferred stock shall be entitled to be paid in full both the par amount of their shares and the unpaid dividends accrued thereon before any amount shall be paid to the holders of the common stock: and, after the payment to the holders of the preferred stock of its par value and the unpaid accrued dividends thereon, the remaining assets and funds shall be divided and paid to the holders of the common stock according to their respective shares.¹³

5. The names and postoffice addresses of the incorporators, and the number of shares of stock for which severally and respectively we do hereby subscribe¹⁴ (the aggregate of our said subscriptions, being three thousand dollars, is the amount of capital stock with which the corporation will commence business¹⁵) as follows:

Name.	Postoffice address.	Number of shares	
		Preferred Stock.	Common Stock.
Charles C. Cluff,	51 Newark St., Hoboken, N. J.	5	5
William J. Curtis,	51 Newark St., Hoboken, N. J.	5	5
Charles MacVeagh,	51 Newark St., Hoboken, N. J.	5	5

6. The duration of the corporation shall be perpetual.¹⁶

7. The number of directors of the company shall be fixed from time to time by the by-laws;¹⁷ but the number, if fixed at more than three, shall be some multiple of three. The directors shall be classified with respect to the time for which they shall severally hold office by dividing

¹¹ § 5349 et seq.

¹² See § 5330 et seq.

¹³ §§ 3613, 6590.

¹⁴ § 175.

¹⁵ §§ 179, 193, 564, 3933.

¹⁶ § 190.

¹⁷ §§ 915, 1066.

them into three classes, each consisting of one-third of the whole number of the board of directors. The directors of the first class shall be elected for a term of one year; the directors of the second class for a term of two years, and the directors of the third class for a term of three years; and at each annual election the successors to the class of directors whose terms shall expire in that year shall be elected to hold office for the term of three years, so that the term of office of one class of directors shall expire in each year.¹⁸

The number of directors may be increased as may be provided in the by-laws. In case of any increase of the number of the directors, the additional directors shall be elected as may be provided in the by-laws, by the directors or by the stockholders at an annual or special meeting; and one-third of their number shall be elected for the then unexpired portion of the term of the directors of the first class, one-third of their number for the unexpired portion of the term of the directors of the second class, and one-third of their number for the unexpired portion of the term of the directors of the third class, so that each class of directors shall be increased equally.¹⁹

In case of any vacancy in any class of directors through death, resignation, disqualification or other cause, the remaining directors, by affirmative vote of a majority of the board of directors, may elect a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant, and until the election of a successor.²⁰

The board of directors shall have power to hold their meetings outside of the state of New Jersey, at such places as from time to time may be designated by the by-laws or by resolution of the board.²¹ The by-laws may prescribe the number of directors necessary to constitute a quorum of the board of directors, which number may be less than a majority of the whole number of the directors.²²

Unless authorized by votes given in person or by proxy by stockholders holding at least two-thirds of the capital stock of the corporation, which is represented and voted upon in person or by proxy at a meeting specially called for that purpose or at an annual meeting, the board of directors shall not mortgage or pledge any of its real property, or any shares of the capital stock of any other corporation: but this prohibition shall not be construed to apply to the execution of any purchase-money mortgage or any other purchase-money lien. As authorized by the act of the legislature of the state of New Jersey, passed March 22, 1901, amending the 17th section of the act concern-

¹⁸ § 1080.

¹⁹ §§ 926, 1080.

²⁰ § 1083.

²¹ §§ 1179, 1180, 2107.

²² §§ 1150-1169.

ing corporations (Revision of 1896), any action which theretofore required the consent of the holders of two-thirds of the stock at any meeting after notice to them given, or required their consent in writing to be filed, may be taken upon the consent of, and the consent given and filed by the holders of two-thirds of the stock of each class represented at such meeting in person or by proxy.²³

Any officers elected or appointed by the board of directors may be removed at any time by the affirmative vote of a majority of the whole board of directors. Any other officer or employé of the company may be removed at any time by vote of the board of directors, or by any committee or superior officer upon whom such power of removal may be conferred by the by-laws or by vote of the board of directors.²⁴

The board of directors, by the affirmative vote of a majority of the whole board, may appoint from the directors an executive committee, of which a majority shall constitute a quorum; and to such extent as shall be provided in the by-laws; such committee shall have and may exercise all or any of the powers of the board of directors, including power to cause the seal of the corporation to be affixed to all papers that may require it.²⁵

The board of directors, by the affirmative vote of a majority of the whole board, may appoint any other standing committees, and such standing committees shall have and may exercise such powers as shall be conferred or authorized by the by-laws.²⁶

The board of directors may appoint not only other officers of the company, but also one or more vice-presidents, one or more assistant treasurers, and one or more assistant secretaries; and to the extent provided in the by-laws, the persons so appointed respectively shall have and may exercise all the powers of the president, of the treasurer and of the secretary, respectively.²⁷

The board of directors shall have power from time to time to fix and to determine and to vary the amount of the working capital of the company; and to direct and determine the use and disposition of any surplus or net profits over and above the capital stock paid in; and in its discretion the board of directors may use and apply any such surplus or accumulated profits in purchasing or acquiring its bonds or other obligations, or shares of its own capital stock, to such extent and in such manner and upon such terms as the board of directors shall deem expedient;²⁸ but shares of such capital stock so purchased or acquired may be resold unless such shares shall have been

²³ § 2563.

²⁴ §§ 1084 et seq., 1193, 1810 et seq.

²⁵ § 1207.

²⁶ § 1207.

²⁷ § 1207.

²⁸ §§ 1175 et seq., 4075.

retired for the purpose of decreasing the company's capital stock as provided by law.²⁹

The board of directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the corporation, or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any book or document of the corporation, except as conferred by statute or authorized by the board of directors, or by resolution of the stockholders.³⁰

Subject always to by-laws made by the stockholders, the board of directors may make by-laws, and, from time to time may alter, amend or repeal any by-laws, but any by-laws made by the board of directors may be altered or repealed by the stockholders at any annual meeting, or at any special meeting, provided notice of such proposed alteration or repeal be included in the notice of the meeting.³¹

In witness whereof, we have hereunto set our hands and seals the 23d day of February, 1901.

CHARLES C. CLUFF, (L. S.)

WILLIAM J. CURTIS, (L. S.)

CHARLES MACVEAGH, (L. S.)

(Seal)

Signed, sealed and delivered in the presence of

FRANCIS LYNDE STETSON,

VICTOR MORAWETZ.

(Acknowledgment.)

²⁹ § 3664.

³⁰ § 4515 et seq.

³¹ §§ 965-971.

FORM 73.

Articles of Incorporation—New Mexico.

ARTICLES OF INCORPORATION OF THE ——— COMPANY.

We, the undersigned, intending to form a corporation under the laws of the territory of New Mexico, United States of America, do hereby associate ourselves together, and do hereby make, sign, and acknowledge the following articles of incorporation for the purpose of associating ourselves as a corporation:

1. The name of this corporation is ———.¹

¹ § 188.

2. The period of existence of this corporation shall be _____ years, commencing with the day of the date of these articles of incorporation (period of existence cannot exceed fifty years.²)

3. The object of this corporation is³ (here state).

4. The principal office and place of business of this corporation shall be in the city of Santa Fe, in the county of _____, in the said territory of New Mexico.⁴

5. The capital stock of this corporation is fixed at _____ dollars,⁵ and is divided into _____ shares of the par value of _____ dollars each.⁶

6. The full names of the associates and incorporators and their respective places of residence are as follows:⁷

Names.	Residences.
_____	_____
_____	_____
_____	_____

7. The number of directors who shall manage the business and prudential affairs of this corporation shall be _____.⁸ The following named persons, whose addresses are given, have been selected to manage the business and prudential affairs of this corporation during the first three years of its existence, to wit:⁹

In witness whereof, we have hereunto set our hands and seals this _____ day of _____.¹⁰

² § 190.

³ §§ 40-43, 191.

⁴ §§ 189, 490, 501 et seq. See

§§ 1134-1137.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ § 175.

⁸ §§ 915, 1066.

⁹ §§ 194, 1080.

¹⁰ § 198. See § 199.

FORM 74.

Articles of Incorporation—New York.

We, the undersigned, all being of full age and citizens of the United States, and one a resident of the state of New York, unite and associate ourselves together for the purpose of forming a corporation under the Business Corporation Law of said state, do hereby unite in the following articles for said purpose:

Art. 1. The name of this corporation shall be _____¹ (here state correct name).

Art. 2. The purpose for which said corporation is to be formed is as follows:² (Here state the statutory purpose in detail.)

Art. 3. The amount of capital stock of said corporation shall be _____ dollars,³ but said corporation will begin business with _____ dollars paid.⁴

Art. 4. The said capital stock shall be divided into _____ shares of the par value of _____ dollars each.⁵

Art. 5. Of said capital stock, _____ dollars and _____ shares shall be cumulative preferred stock,⁶ and shall be entitled to an annual dividend of five per cent., payable from the profits of such corporation semi-annually on the _____ day of January, and the _____ day of July each year, before any dividends are paid upon the common stock, and to share equally with the common stock in any dividends paid in any one year above the said five per cent. on all of said stock.⁷ On liquidation or dissolution from any cause, said preferred stock shall be entitled to be paid in full from the corporate assets before any sum or amount is paid or distributed to the common stock.⁸ Holders of such preferred stock shall not participate in the management of said corporation and shall not be entitled to vote at any meeting of stockholders,⁹ unless (state any conditions on which preferred stockholders may vote). The remainder of said capital stock, to wit: _____ dollars, and _____ shares, shall be common stock of said corporation.

Art. 6. The principal office and place of business of said corporation shall be located in the city, county and state of New York, but its manufacturing plant may be located at any other place agreed upon.¹⁰

Art. 7. The period of existence of said corporation shall be _____ years (or perpetual).¹¹

Art. 8. The number of directors of said corporation shall be _____.¹² The names and postoffice addresses of the persons selected as directors of said corporation for the first year are as follows:¹³ (State names and postoffice addresses of the directors).

Art. 9. At all elections of directors of this corporation each stockholder shall be entitled to as many votes as shall equal the number of shares of stock, multiplied by the number of directors to be elected,

¹ § 188.

² §§ 40-43, 191.

³ §§ 193, 3403.

⁴ § 205.

⁵ § 3407.

⁶ §§ 3427, 3586.

⁷ § 5345.

⁸ §§ 3613, 6590.

⁹ § 3603.

¹⁰ §§ 189, 490, 501 et seq.

¹¹ § 190.

¹² §§ 915, 1066.

¹³ §§ 194, 1080.

and he may cast all of such votes for one or more of the directors to be elected, or he may otherwise distribute them among the whole number to be voted for.¹⁴

Art. 10. The names and postoffice addresses of the subscribers to these articles of incorporation, and the number of shares for which each subscribes and agrees to take in said corporation, are as follows:¹⁵

Names.	Addresses.	Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

¹⁴ §§ 886-888.

¹⁵ § 175.

FORM 75

Articles of Incorporation—New York.

CERTIFICATE OF INCORPORATION OF THE CASH SCALE COMPANY.

We, the undersigned, all being of full age and two-thirds being citizens of the United States and one of us a resident of the state of New York, for the purpose of forming a corporation under the Business Corporation Law of the state of New York, do hereby certify and set forth:

First: That the name of said corporation shall be "The Cash Scale Company."¹

Second: The purposes for which said corporation is to be formed, are as follows:²

(1) To manufacture, buy, sell, import, export and generally deal in and with scales, weighing machines and mechanical devices for weighing, measuring and recording the weight and measurement of all kinds of goods and merchandise.

(2) To acquire patent rights throughout the world for the inventions of Wilhelm Simonsson, as far as they relate to weighing and measuring mechanisms, and to manufacture under the same and to use, sell, lease and otherwise dispose of the mechanism so manufactured, and to sell, let on royalty, grant licenses in respect of, and otherwise turn to account and profit the patent rights so acquired.

(3) To apply for, obtain, purchase or otherwise acquire, and to register, hold, own, use, operate, sell, assign or otherwise dispose of and turn to account and profit, any and all trade-marks, improvements, inventions, tools, apparatus, mechanisms and machinery, use-

¹ § 188.

² §§ 40-43, 191, 2107.

ful or necessary in the operations of the company, whether secured under letters patent of the United States or of any foreign country, or held or secured in any other manner.

(4) To take, lease, purchase, hire or otherwise acquire and to hold, use, sell, lease, exchange, mortgage, improve and develop real estate, real property and any interest or right therein, and to construct or have constructed, houses, buildings, store houses, factories, works, plants and structures, of every description, to buy, sell, own, use, manage, operate and lease the same for similar structures.

(5) To take, lease, hire, purchase, manufacture or otherwise and own, and to sell, hire, lease, pledge, mortgage and otherwise deal in and with all kinds of goods, wares, chattels, merchandise, and other personal property, excepting gold and silver bullion, foreign coins and bills of exchange.

(6) To conduct any other business permissible under the Business Corporation Law of the state of New York, manufacturing or otherwise, which may be carried on to advantage in connection with or in addition to the specified purposes of the corporation.³

Third: The amount of capital stock of said corporation shall be five hundred thousand dollars (\$500,000).⁴ The amount of capital with which said corporation will begin business is five hundred dollars (\$500).⁵

Fourth: The number of shares of which said capital stock is to consist shall be five thousand (5,000) shares of the par value of one hundred dollars (\$100) each.⁶

Fifth: The principal office of the corporation shall be in the Borough of Manhattan and in the city, county and state of New York.⁷

Sixth: The duration of said corporation shall be perpetual.⁸

Seventh: The number of directors of said corporation shall be seven.⁹

Eighth: The names and postoffice addresses of the directors for the first year are as follows:¹⁰

Names.	Addresses.
<hr/>	<hr/>
<hr/>	<hr/>
<hr/>	<hr/>

Ninth: The names and postoffice addresses of the subscribers to

³ § 41.

⁴ §§ 193, 3403.

⁵ §§ 178, 179, 193, 564, 3933.

⁶ § 3407.

⁷ §§ 189, 490, 501 et seq.

⁸ § 190.

⁹ §§ 178, 915 et seq.

¹⁰ §§ 194, 1080.

this certificate and the number of shares which each agrees to take in said corporation, are as follows:¹¹

Names.	Addresses.	Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

Tenth: Pursuant to section 40 of the stock corporation law, as amended, this corporation shall have power to purchase, acquire, hold and dispose of the stocks, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor, its stock, bonds, or other obligations.¹²

Eleventh: At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of his shares of stock, multiplied by the number of directors to be elected,¹³ and he may cast all of such votes for a single director or may distribute them among the number to be voted for, or any two or more of them as he may see fit.¹⁴

In witness whereof, we have made and signed this certificate in triplicate, this first day of April, in the year one thousand nine hundred ten.¹⁵

STATE OF NEW YORK, COUNTY OF NEW YORK, ss:

Personally appeared before me this first day of April, 1910, _____, _____, and _____, to me personally known to be the persons described in and who executed the foregoing certificate, and severally acknowledged that they executed the same, for the purpose therein set forth.¹⁶

(Notarial Seal.)

_____,
Notary Public, Suffolk County, N. Y.
Certificate filed in New York County.

¹¹ § 175.

¹² § 4075 et seq.

¹³ § 855 et seq.

¹⁴ §§ 886-888.

¹⁵ § 198.

¹⁶ § 199.

FORM 76.

Articles of Incorporation—North Carolina.

We, the undersigned, do hereby associate ourselves and unite under and by virtue of the laws of the state of North Carolina as contained

in Chapter 21 of the revisal of 1905, entitled "Corporations," and we do hereby make and execute the following articles of incorporation, and do severally agree to take and pay for the number of shares of capital stock in said corporation set opposite our respective names, and which said articles of incorporation are as follows:

1. The name of this corporation is _____.¹

2. The location of the principal office and place of business of this corporation is at No. _____ street, in the city of _____, county of _____, state of North Carolina;² but the directors of this corporation may establish one or more branch offices and places of business at other places within or without said state.

3. The objects and purposes for which this corporation is formed are as follows:³ (Here set out.)

4. The total authorized capital stock of this corporation is _____ dollars,⁴ divided into _____ shares of the par value of _____ dollars each;⁵ but this corporation may organize and begin business when _____ dollars of the capital stock composed of _____ shares shall have been subscribed in good faith.⁶ (Provision may here be made for common and preferred stock.)⁷

5. The names and postoffice addresses of the several subscribers for stock and the number of shares subscribed by each, the aggregate of such subscriptions being the full amount of the capital stock with which the company will commence business, are as follows:⁸

Names.	Postoffice addresses.	Number of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

6. The period of existence of this corporation is limited to _____ years.⁹ (Or it may be perpetual.)

7. (Here state any provisions which the incorporators may choose to insert for the regulation of the business and conduct of the affairs of the corporation; and provisions may be inserted creating, defining, limiting and regulating the powers of a corporation, the directors, and the stockholders, or any class or classes of stockholders, but such provisions must not be inconsistent with the laws of the state.)

8. The board of directors shall consist of _____ members to be elected annually by the stockholders at such time and place as may be provided by the by-laws.¹⁰

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ § 205.

⁷ See §§ 3427, 3586, 3590-3593.

⁸ § 175.

⁹ § 190.

¹⁰ §§ 915, 1066.

9. The board of directors of this corporation shall have power, by a vote of a majority of all the directors, and without any concurrence of the stockholders, to make, alter, amend and rescind the by-laws of this corporation.¹¹

10. Stockholders of this corporation shall not be individually or personally liable for the debts, defaults, contracts, torts, or obligations of this corporation after the full payment of stock subscriptions.¹²

In witness whereof, etc.

(Signed by not less than three but by all corporators in the presence of witnesses, and duly acknowledged.¹³)

¹¹ § 202.

¹² § 4725.

¹³ §§ 194, 198.

FORM 77.

Articles of Incorporation—North Dakota.

Know all men by these presents that the undersigned have this day associated ourselves together and do hereby unite in the following articles of incorporation for the purpose of incorporating under the laws of the state of North Dakota, and we do hereby make and execute the articles of incorporation as follows:

1. The name of this corporation shall be _____.¹

2. The objects and purposes for which this corporation is formed are:² (Here insert.)

3. The principal office and place of business of this corporation shall be at the city of _____, county of _____, state of North Dakota.³

4. The term of the existence of this corporation shall be _____ years from and after the date of its incorporation.⁴

5. The number of the directors of this corporation who shall manage its business and prudential affairs, shall be _____.⁵ The names and residences of the directors who shall manage the business and prudential affairs of this corporation until their successors are elected and qualified, are:⁶

Names.	Residences.
_____	_____
_____	_____
_____	_____

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ § 190.

⁵ §§ 915, 1066.

⁶ §§ 194, 1080.

6. The capital stock of this corporation shall be ——— dollars,⁷ divided into ——— shares of the par value of ——— dollars each.⁸

In witness whereof, etc.

(Signed by all corporators, three or more, in the presence of witnesses and acknowledged.⁹)

⁷ §§ 193, 3403.

⁹ §§ 198, 199.

⁸ § 3407.

FORM 78.

Articles of Incorporation—Ohio.

We, the undersigned, a majority of whom are citizens of the state of Ohio, desiring to form a corporation for profit, under the general corporation laws of said state, do hereby make and execute the following articles of incorporation:

First: The name of this corporation is "The ——— Company."¹

Second: This corporation is to be located at the city of ———, in the county of ———, Ohio, and its principal business there transacted.²

Third: This corporation is organized and formed for the objects and purposes, as follows:³ (Here insert the purposes.)

Fourth: The capital stock of this corporation shall be ——— dollars,⁴ divided into ——— shares of ——— dollars each.⁵

Fifth: Each stockholder, irrespective of the amount of stock owned by him, shall be entitled to but one vote, at any election of directors, or upon any subject submitted at a stockholders' meeting. (This provision may be incorporated;⁶ otherwise, the stockholders have a right to cumulate their votes in the election of directors.⁷)

Sixth: No single person or corporation shall hold or own stock in excess of one hundred dollars of the face value thereof.⁸ (This provision should be inserted in articles of incorporation where the right to vote is limited as in article 5.)

Seventh: The business and prudential affairs of this corporation shall be managed by a board of ——— directors, who shall be chosen at the annual meeting of the stockholders.⁹

(Signed and acknowledged.¹⁰)

¹ § 188.

⁶ See §§ 859-861.

² §§ 189, 490, 501 et seq.

⁷ §§ 886-888.

³ §§ 40-43, 191.

⁸ § 3523.

⁴ §§ 193, 3403.

⁹ §§ 915, 1066.

⁵ § 3407.

¹⁰ §§ 198, 199.

FORM 79.

Articles of Incorporation—Ohio.

INSURANCE COMPANIES.

We, the undersigned (here name at least thirteen) citizens of the state of Ohio, hereby declare our intention to form a corporation under the laws of said state for insuring the lives of individuals on the stock plan (or mutual plan), and for granting, purchasing, and selling annuities and for all purposes connected with or incident thereto (if for fire insurance, say for insuring all kinds of real and personal property against loss or damage by fire or lightning) and hereby make, execute, and adopt as the charter of said company, the following articles of incorporation containing the regulations and provisions following, to wit:

Sec. 1. The name of this company shall be "The —— Company."¹

Sec. 2. This corporation shall be located and have its general office at the city of ——, county of ——, state of Ohio.²

Sec. 3. The purpose of said company is to make insurance on the lives of individuals, payable either after the death of the assured or after the lapse of a specified time, on the life or endowment plan. The company shall not be confined to either plan, but may effect insurance on both plans, and may also make insurance upon lives on any other plan not inconsistent with the laws of Ohio, provided all members shall be treated equitably in sharing the benefits and burdens of the company, and the company may also grant, purchase or dispose of annuities.³

And if for fire insurance, this section shall be as follows:

The purpose for which said corporation is formed is to insure all kinds of real and personal property against loss or damage by fire or lightning.

Sec. 4. The corporate powers of the company shall be exercised by a board of directors,⁴ who shall elect a president, vice-president, secretary, and treasurer, as executive officers to manage the affairs of the company, subject to the control of the directors.⁵

Sec. 5. There shall be seven directors, who shall be stockholders of the company, and a majority of them shall be citizens of Ohio. They shall be elected at the annual meeting of the company in each year.⁶ The number of directors may be increased to any number, not

¹ § 188.

² §§ 189, 490, 501 et seq.

³ §§ 40-43, 191.

⁴ § 1066.

⁵ § 1068.

⁶ § 915.

exceeding twenty-one, by the stockholders.⁷ Vacancies in the board of directors may be filled by the directors at any meeting called for that purpose, or at the written request of any stockholder.⁸ The president of the company shall call a meeting of the stockholders, giving them at least ten days' notice in writing, who shall fill the vacancy in the board by an election, and any director elected by the other directors may be superseded by a director elected by the stockholders.⁹ The directors shall make full reports of the business to the stockholders, at least once each year, at the annual meeting, and the books, papers and records of the company shall at all times be open to the inspection of the stockholders.¹⁰

Sec. 6. The capital of the company shall consist of five hundred thousand dollars,¹¹ divided into 5,000 shares of \$100 each,¹² and shall all be subscribed for, taken and paid for, before any policies are issued.¹³

Sec. 7. The annual meeting of the stockholders shall be held at the office of the company, in ———, Ohio, at 10 o'clock A. M., on the second Tuesday of January in each year, after the organization of the company.¹⁴

Sec. 8. In all elections and votes of the stockholders at their meetings, each share of stock shall count one vote, and a majority of the shares of stock voting at any such meeting shall control the election and determine the result.¹⁵

In witness whereof, etc.

(Signed and acknowledged.¹⁶)

⁷ § 926.

⁸ § 1083.

⁹ § 927.

¹⁰ § 1780 et seq.

¹¹ §§ 193, 3403.

¹² § 3407.

¹³ § 178 et seq.

¹⁴ § 811 et seq.

¹⁵ § 855 et seq.

¹⁶ §§ 198, 199.

FORM 80.

Articles of Incorporation—Oklahoma.

We, the undersigned, citizens of the state of Oklahoma, do hereby voluntarily associate ourselves together for the purpose of forming a private corporation under the laws of the state of Oklahoma, and we hereby unite in making and executing the following articles of incorporation:

FIRST.

The name of this corporation shall be ———.¹

¹ § 188.

SECOND.

The purposes and objects for which this corporation is formed are:²
(Here insert.)

THIRD.

The principal office and the place where the business of this corporation is to be transacted, is at the city of ———, county of ———, state of Oklahoma.³

FOURTH.

The period of existence of this corporation is ——— years.⁴

FIFTH.

The business and prudential affairs of this corporation shall be managed and controlled by a board of ——— directors;⁵ the names and residences of the directors chosen to manage the business and prudential affairs of this corporation until the election and the qualification of their successors, are:⁶

Names.	Postoffice addresses.
_____	_____
_____	_____
_____	_____

SIXTH.

The amount of the authorized capital stock of this corporation shall be ——— dollars,⁷ divided into ——— shares of the par value of ——— dollars each.⁸

SEVENTH.

In consideration of the grant of a charter to these subscribers and incorporators, it is hereby agreed that these corporators, their associates and successors, and this corporation will submit any and all differences it may have with its employés in reference to labor, to arbitration, as provided by law, and that the charter and certificate issued to this corporation shall so state.⁹

In witness whereof, etc.

(Signed and acknowledged.¹⁰)

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ § 190.

⁵ §§ 915, 1066.

⁶ § 194.

⁷ §§ 193, 3403.

⁸ § 3407.

⁹ Constitution of Oklahoma.

¹⁰ §§ 198, 199.

FORM 81.

Articles of Incorporation—Oregon.

We, ———, ——— and ———, whose names are hereunto subscribed, do hereby associate ourselves together for the purpose of forming a corporation under and pursuant to the laws of the state of Oregon for the formation of private corporations, and for that purpose we hereby make, execute, and adopt the following articles of incorporation in triplicate:

Art. 1. The name of this corporation shall be ———.¹

Art. 2. The period of the duration of this corporation shall be ——— years (or perpetual).²

Art. 3. The objects and purposes of this corporation, and the enterprise, business, pursuit or occupation in which this corporation proposes to engage, are as follows:³ (here state).

Art. 4. The principal office and place of business of this corporation shall be at the city of ———, county of ———, state of Oregon.⁴

Art. 5. The capital stock of this corporation shall be ——— dollars.⁵

Art. 6. The capital stock of this corporation shall be divided into ——— shares of the par value of ——— dollars each.⁶

Signed in the presence of witnesses and acknowledged.⁷

(Corporations formed for the purpose of navigation or constructing railroads, roads, canals, must state the termini thereof in the articles; and if organized for the purpose of building bridges the location or site of the bridge must be definitely stated.)

¹ § 188.

² § 190.

³ §§ 40-43, 191.

⁴ §§ 189, 490, 501 et seq.

⁵ §§ 193, 3403.

⁶ § 3407.

⁷ §§ 198, 199.

FORM 82.

Notice of Application for Charter—Pennsylvania.

ADVERTISEMENT.

Notice is hereby given to all persons concerned that an application will be made to the governor of Pennsylvania on the ——— day of ———, by A B, C D, E F, under an act of the general assembly entitled "An Act to provide for the incorporation and regulation of certain corporations," approved ———, and all supplements thereto, for the charter of a proposed corporation to be named ———, the object and

purpose of which is (here state general purpose), and for such purpose to have, possess and enjoy all the rights, privileges and benefits of said company and all supplements thereto; the complete charter of which is as follows:¹ (Here set out entire charter.)

_____,
Solicitor.

¹ § 215.

FORM 83.

Proof of Publication.

(Attach copy of notice.)

State of _____, county of _____, A B, being duly sworn, upon oath says, that he is one of the corporators of the proposed corporation to be known as _____; that a notice, of which the attached is a true copy, was published in the _____ (name of a paper) both newspapers of general circulation, printed and published in the county of _____, state of _____, on the _____ day of _____, 1910.

(Subscribed and sworn to.)

FORM 84.

Application for Charter to the Governor—Pennsylvania.

Pursuant to an act of the general assembly of the state entitled "An Act to provide for the incorporation and regulation of certain corporations," approved on the _____ day of _____, and the several supplements thereto, the undersigned A B, C D, and E F, etc., _____ of whom _____ are citizens of said state, have associated themselves together for the purpose of organizing a corporation and desire to be incorporated, and that a charter may be issued to them and their successors according to law.

They further represent and show that they have adopted as the name of the proposed incorporation the _____;² that said corporation is formed for the purpose of" (here state purpose generally); that the general office and place of business of said corporation is to be in _____;⁴ that said corporation is to exist for the term of _____ years.⁵

² § 188.

³ §§ 40-43, 191.

⁴ §§ 189, 490, 501 et seq.

⁵ § 190.

They would further show that the name and residence of the subscribers and the number of shares subscribed by each are as follows:⁶

Name.	Residence.	No. of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

They would further represent and show your Excellency that the number of directors of said corporation is fixed at _____,⁷ and the names and residences of those who are chosen directors to manage the affairs of the said corporation for the first year are as follows:⁸

Names.	Residences.
_____	_____
_____	_____
_____	_____

It is further shown that the amount of the capital stock of the said corporation is _____ dollars,⁹ divided into _____ shares of the par value of _____ dollars, and that _____ dollars,¹⁰ being 10 per cent. and more of the said capital stock,¹¹ has been paid in cash to G H, the treasurer of said corporation whose residence is _____.

(Signed, acknowledged and sworn to.¹²)

⁶ § 175.

⁷ §§ 915, 1066.

⁸ §§ 194, 1080.

⁹ §§ 193, 3403.

¹⁰ § 3407.

¹¹ See §§ 179, 193, 205, 564, 3900, 3933.

¹² §§ 198, 199.

FORM 85.

Articles of Incorporation—Philippine Islands.

Know all men by these presents, that we, the undersigned, a majority of whom are residents of the Philippine Islands, do hereby voluntarily associate ourselves together for the purpose of forming a corporation under the laws of the Philippine Islands, and do hereby make, adopt, and execute the following articles of incorporation and certificate.

First. The name of this corporation shall be:¹ (Here state.)

Second. The purposes for which this corporation is formed are: (Here state purposes.)²

Third. The place where the principal office and place of business of

¹ § 188.

² § 191.

this corporation is to be established and located is: (Here insert place).³

Fourth. The term for which this corporation is to exist is fifty years.⁴

Fifth. The names and residences of the incorporators of this corporation are as follows: (Not less than six nor more than fifteen, a majority of whom must be residents of the Philippine Islands.)

Names.	Residences. ⁵
_____	_____
_____	_____
_____	_____

Sixth. The business and prudential affairs of this corporation shall be managed by a board of seven directors.⁶ (Cannot be less than five, nor more than eleven.)

Seventh. The names and residences of the directors of this corporation who are to serve until their successors are elected and qualified as may be provided by the by-laws are as follows, to wit:⁷

Names.	Residences.
_____	_____
_____	_____
_____	_____

Eighth. The capital stock of this corporation is _____ pesos, and said capital stock is divided into _____ shares, and the par value of each is _____ pesos.⁸

Ninth. The amount of said capital stock which has been actually subscribed is _____ pesos, and the following named persons have subscribed for the number of shares and the amount of capital stock set opposite their respective names.⁹

Names.	Residences.	No. of shares.	Amount of stock subscribed.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Tenth. The following named persons have paid on the shares of capital stock for which they have subscribed the amounts set opposite their respective names as follows:¹⁰

³ §§ 189, 490, 501 et seq.

⁴ § 190.

⁵ § 175.

⁶ §§ 915, 1066.

⁷ §§ 194, 1080.

⁸ §§ 193, 3403, 3407.

⁹ See § 545 et seq.

¹⁰ §§ 175, 193, 564, 3687, 3699, 3705, 3711.

Names.	Residences.	Amount paid on Subscriptions.
_____	_____	_____
_____	_____	_____
_____	_____	_____

Eleventh. That A B has been elected by the subscribers as treasurer of this corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws, and as such treasurer he has been authorized to receive for the corporation and to receipt in its name for all subscriptions paid in by said subscribers.¹¹

Twelfth. (If the corporation is a railroad, tramway, wagonroad, telephone, or telegraph company the articles must so state and there must be inserted the length of said railroad, tramway, wagonroad, telephone or telegraph line, the provinces through which the same will pass and all its intermediate branches and connections. If a railroad or tramway, there must be inserted the gauge of the road, the motive power and the materials to be used, the means of applying such power and the materials to be used in its construction. If it be a wagonroad corporation, there must be inserted the width of the road, the method of construction and the material to be used. If it be a telegraph or telephone corporation there must be inserted the materials, appliances, the method of construction and the system to be used.)

In witness whereof, we have hereunto set our hands and seals this 10th day of January, A. D. 1910.

(Signed by all incorporators in presence of witnesses.)

CITY OF MANILA, PROVINCE OF ———, PHILIPPINE ISLANDS, ss:

On this 10th day of January, A. D. 1910, before me Raymond Bacon, a notary public in and for said city of Manila, province of ———, personally appeared (name the incorporators) known to me to be the persons whose names are subscribed and who executed the within instrument, and each of them acknowledged to me that he freely and voluntarily executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and date last above written.

RAYMOND BACON, Notary Public.

CITY OF MANILA, PROVINCE OF ———, PHILIPPINE ISLANDS, ss:

E F, being duly sworn, disposes and says that on the 10th day of January, A. D. 1910, he was duly elected by the subscribers named in the foregoing articles of incorporation as treasurer of said corporation

¹¹ §§ 539 et seq., 1557 et seq.

to act as such until his successor has been duly elected and qualified pursuant to the by-laws of the corporation, and that as such treasurer he has been authorized by the subscribers to receive for the corporation all subscriptions paid in by subscribers to the capital stock of said corporation; and affiant further says that ——— pesos' worth of stock has been actually subscribed and that of said subscription ——— pesos has been paid for the benefit and to the credit of said corporation.

(Subscribed and sworn to.)

FORM 86.

Articles of Incorporation—Porto Rico.

We, the undersigned, hereby united and associate ourselves together for the purpose of forming a corporation and hereby execute, acknowledge and adopt the following articles of incorporation, to wit:

1. The name of this corporation is: (Here insert.)¹
2. The place of the principal office and place of business of this corporation is in the city of San Juan, No. 500 Del Fuego street, Island of Porto Rico.²
3. The period limited for the duration of this corporation is fifty years.³
4. The objects for which this corporation is formed are: (Here state.)⁴
5. The amount of the total authorized capital stock of this corporation is \$100,000, divided into 1,000 shares of the par value of ——— dollars each;⁵ and there has now been paid in of said capital stock with which the corporation shall commence business the sum of ——— dollars⁶ (in no case less than \$1,000).
6. The names and postoffice addresses of the incorporators and the number of shares subscribed for by each and the amount of their subscription paid in by each, are as follows,⁷ to wit:

Names.	Postoffice addresses.	No. of shares subscribed.	Amount paid in.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

¹ § 188.

² §§ 189, 490, 501 et seq.

³ § 190.

⁴ §§ 40-43, 191.

⁵ §§ 175, 193, 564, 3687, 3688, 3699,

3711, 3933, 3960.

⁶ §§ 178, 179, 193, 205, 564, 3900, 3933.

⁷ § 175.

The business and prudential affairs of this corporation shall be managed by a board of seven directors;⁸ and the following named persons have been selected to act as directors for the first year and until their successors are elected and qualified, to wit:⁹ (Names of directors.)

Insert any provisions for the regulation of the business and the conduct of the corporate affairs, or for creating, defining, limiting and regulating powers of the directors or stockholders, consistent with the governing code.¹⁰

In witness whereof.

(Signed and acknowledged by the corporators.)

⁸ §§ 915, 1066.

¹⁰ See § 1184.

⁹ §§ 194, 1080.

FORM 87.

Articles of Incorporation—Rhode Island.

Know all men by these presents that we, the undersigned, hereby associate ourselves together, unite in and make, execute, and adopt the following articles of agreement and of incorporation.

First. We hereby agree to and with each other to associate ourselves together for the purpose of constituting a corporation under and by virtue of chapter 176 of the general laws of the state of Rhode Island.

Second. This corporation shall be known by the name of _____.¹

Third. This corporation is organized and constituted for the purpose of engaging in the business of:² (Here state.)

Fourth. The principal office of this corporation and the place where its business shall be transacted and carried on is at the city of _____, county of _____, state of Rhode Island.³

Fifth. The capital stock of this corporation shall be common stock in the amount of _____ dollars,⁴ to be divided into _____ shares of the par value of _____ dollars each.⁵ (Provision may be made for preferred stock.)⁶ (Forms 460-474.)

Sixth. This corporation shall have a lien on the stock of any other holder for any assessment or debt due it, to be enforced in such manner as the by-laws may provide.⁷

Seventh. No stockholder shall sell and transfer his stock without first offering it to this corporation at the lowest price at which he is willing to sell before same shall be sold by him to any other person:

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ See §§ 3427, 3586, 3590-3593,

⁷ §§ 196, 4001 et seq.

but the corporation must determine within —— days from the time of making such offer, or the stockholder may then sell his stock to any other person.⁸

In witness whereof, we have hereunto set our hands and stated the place of our residences this —— day of ——, A. D. 1910.⁹

Names.

Residences.

⁸ § 4135 et seq.

⁹ §§ 198, 199.

FORM 88.

Articles of Incorporation—South Carolina.

PETITION TO SECRETARY OF STATE.

STATE OF SOUTH CAROLINA, COUNTY OF ——.

To the Secretary of State of the State of South Carolina:

We, the undersigned petitioners, ——, —— and ——, hereby petition for a charter and articles of incorporation under and pursuant to the laws of the state of South Carolina, providing for the formation of private corporations, and present and file the following as our written declaration and application for such charter:

First: That the names and respective places of residence of the persons herein desiring to form themselves into such corporation are:¹

Names.

Residences.

Second: That the name of the proposed corporation shall be _____.²

Third: That the principal office and place at which the proposed corporation is to have its place of business, or to be located, is at the city of ——, county of ——, state of South Carolina.³

Fourth: The general nature of the business which this corporation proposes to do, is as follows:⁴ (Here state.)

Fifth: The capital stock of this corporation is to be —— dollars, payable as follows:⁵ (Here state terms of payment.)

¹ § 175.

² § 188.

³ §§ 189, 490, 501 et seq.

⁴ §§ 40-43, 191.

⁵ §§ 193, 3403.

Sixth: The said capital stock shall be divided into ——— shares of the par value of ——— dollars each.⁶

Seventh: The period of existence of this corporation shall be ——— years⁷ (or perpetual).

Eighth: (The incorporators may here set out any provisions desired relative to the management and control of the corporation.)

Wherefore, your petitioners pray that there may be issued to them by the secretary of state a commission authorizing them to open books for subscriptions to the capital stock of the said proposed corporation, after public notice of ——— days in ———, a newspaper published in the said county of ———, state of South Carolina.

In witness whereof, etc.

(Signed.)

(Upon filing the above petition, the secretary of state issues to the petitioners a commission constituting them a board of corporators and authorizes them to open books for subscription to the capital stock after such public notice as may be required. After the books have been opened and subscriptions in at least 50 per cent of the capital stock obtained, a meeting of the subscribers should be held for the election of directors, who should then meet, elect officers, and complete the organization. Upon payment of at least 20 per cent of the capital stock, a certificate of organization known as the return of corporators, must be made and filed with the secretary of state.)

⁶ § 3407.

⁷ § 190.

FORM 89.

Return of Corporators—South Carolina.

STATE OF SOUTH CAROLINA, COUNTY OF ———.

To the Secretary of State of the State of South Carolina:

Whereas, ———, ——— and ———, did, on the ——— day of ———, 1910, file in your office as secretary of state of the state of South Carolina, a written declaration signed by themselves setting forth:

(Here set out a copy of the petition or its substance.)

And whereas, ——— and ——— of the above named petitioners were appointed by you a board of corporators, we, the undersigned, as said board of corporators (or a majority thereof) respectfully certify as follows:

1. That all the requirements of Title XLVIII, Article I, of the

civil code of South Carolina, 1902, and all amendments thereto have been duly and fully complied with;⁸ that 50 per cent of the aggregate amount of the capital stock has been subscribed by bona fide subscribers.⁹

2. And pursuant to notice published as required by you, a meeting of the said corporators and stockholders was held on the ——— day of ———, at which a majority of all stock in value was present in person or by proxy, and thereupon the following directors were duly elected:¹⁰ (Here set out names of directors.)

3. That thereafter and immediately upon the adjournment of such stockholders' meetings, A B was elected as president, C D was elected as vice-president, E F was elected as secretary and G H as treasurer.¹¹

4. That over 20 per cent of the capital stock subscribed has been paid in cash to the treasurer.¹²

Wherefore, your petitioners pray that a charter be issued to said corporation and in its name and for the purpose indicated in the said written declaration and petition of the subscribers.

(Signed.¹³)

(On presentation and proof of this return of corporators, the secretary of state then issues a charter for the proposed corporation.)

⁸ § 178.

¹¹ § 1068.

⁹ § 205.

¹² §§ 175, 193, 564, 3902 et seq.,

¹⁰ §§ 805, 807, 808, 915 et seq., 3933, 3960.

¹³ § 198.

1066.

FORM 90.

Articles of Incorporation—South Dakota.

Be it known by these presents, that we, the undersigned, for ourselves, our associates and successors, hereby associate ourselves together for the purpose of forming a corporation under and by virtue of the statutes and laws of the state of South Dakota, and we do hereby unite in and execute the following certificate and articles of incorporation:

1. The name of this corporation shall be ———.¹

2. The period of the existence of this corporation shall be ——— years.²

3. The principal business of this corporation shall be transacted at the city of ———, county of ———, in said state of South Dakota.³ And this corporation shall have an office in the city of Minneapolis,

¹ § 188.

³ §§ 189, 490, 501 et seq.

² § 190.

county of Hennepin, state of Minnesota, at which place the corporation may hold meetings of the stockholders or directors on due and sufficient notice, or as provided in the by-laws.⁴

4. The purpose for which this corporation is formed shall be:⁵ (Here insert fully and in detail the purposes of its organization.)

5. The capital stock of this corporation shall be ——— dollars,⁶ divided into ——— shares of ——— dollars each.⁷ (The articles may provide for issuing preferred stock.⁸)

6. The number of directors of this corporation shall be ———;⁹ and the names and residences of those selected to serve for the first year or until the election of their successors, are as follows:¹⁰

Names.	Residences.
_____	_____
_____	_____
_____	_____

7. The name of the resident agent of this corporation, upon whom service of process may be made, is A B, of the city of ———, South Dakota, and service upon him shall be taken and held as due and personal service upon this corporation.¹¹ (This article applies to corporations organized under the laws of the state of South Dakota but transacting the corporate business in another state.)

In witness whereof we have hereunto set our hands, etc.¹²

(Duly acknowledged.¹³)

⁴ §§ 1134–1137.

⁵ §§ 40–43, 191.

⁶ §§ 193, 3403.

⁷ § 3407.

⁸ See §§ 3427, 3586 et seq., 3590–3593.

⁹ §§ 915, 1066.

¹⁰ §§ 194, 1080.

¹¹ §§ 1137, 6761 et seq.

¹² § 198.

¹³ § 199.

FORM 91.

Articles of Incorporation—South Dakota.

YUKON MINING & MILLING COMPANY.

Know all men by these presents that we, the undersigned, Frank Wright, Anderson Zeigler, and Louis Deschler, for ourselves, our associates and successors, have associated ourselves together for the purpose of forming a corporation under and by virtue of the statutes and laws of the state of South Dakota, and we do hereby certify and declare as follows, viz.:

9—THOMP. CORP. VII.

First: The name of this corporation shall be "Yukon Mining & Milling Company."¹

Second: The purpose for which this corporation is formed, is to conduct the business of:²

1. Mining, smelting, refining, reducing and dealing in, and with all sorts of ores, metals, minerals, and the prospecting, locating, opening, operating and developing of mines, oil wells, quarries and mineral deposits of all descriptions.

2. Constructing and operating mills, factories, machine shops and industrial plants of all descriptions, and the buying, selling and dealing in and with all supplies, merchandise and materials, raw or prepared, useful or convenient, in connection therewith.

3. Establishing and conducting savings institutions, loan, trust and investment companies, and guaranty and insurance institutions, either directly or indirectly, in such form and manner as the laws may permit.³

4. Farming, planting and tilling the soil and the operating of farms, ranches, orchards, plantations and haciendas, and all industries appurtenant thereto.

5. Constructing and operating tram roads, canals, irrigating systems, steamboats, steamships and ships and vessels of all kinds.

6. Buying, selling, leasing and improving lands, town sites and territories, and laying out, plotting, subdividing and colonizing the same.³

Third: The place where the principal business of this corporation shall be transacted is Pierre, in the county of Hughes, and state of South Dakota.⁴ But a branch office may be located at New York city, where said corporation may hold meetings of its stockholders and directors and the said corporation may do business in any part of the world.⁵

Fourth: The term for which this corporation shall exist shall be fifteen (15) years.⁶

Fifth: The number of directors of this corporation shall be seven,⁷ and the names and residences of such who are to serve until the election of their successors are as follows:

Names.	Residences.
_____	_____
_____	_____
_____	_____

¹ § 188.

² § 40-43, 191.

³ § 41.

⁴ §§ 189, 490, 501 et seq.

⁵ §§ 1134-1137.

⁶ § 190.

⁷ § 915 et seq.

⁸ §§ 194, 1080.

Sixth: The amount of the capital stock of this corporation shall be four million five hundred thousand dollars (\$4,500,000),⁹ divided into four hundred fifty thousand (450,000) shares, of the par value of ten dollars (\$10) each.¹⁰

In testimony whereof, we have hereunto set our hands this 31st day of March, 1910.¹¹

FRANK WRIGHT,
ANDERSON ZEIGLER,
LOUIS DESCHLER.

(Acknowledgments in due form.¹²)

(Special affidavit by two incorporators that incorporation is in good faith and not to avoid the provisions of the South Dakota anti-trust laws.)

⁹ §§ 193, 3403.
¹⁰ § 3407.

¹¹ § 198.
¹² § 199.

FORM 92.

Articles of Incorporation—Tennessee.

The Tennessee statute prescribes the form for many of the corporations to be organized in that state. These forms are not essentially different except in the statement of the objects and purposes of the corporation. The following is given as a form that may be ordinarily taken with a change in the statement of the objects and purposes of the corporation:

STATE OF TENNESSEE.

CHARTER OF INCORPORATION.

Be it known that ——— (five persons or more), all of whom are above the age of twenty-one, are hereby constituted a body politic and corporate by the name and style of (here insert name), for the purpose (here insert purpose). The general powers of said corporation are (here insert powers).

FORM 93.

Charter of Incorporation—Tennessee.

(The statutory form for all private corporations not otherwise provided, is as follows:)

Be it known that by virtue of the general laws of the land, ———, ——— and ———, incorporators, are hereby constituted a body

politic and corporate by the name and style of ———,¹ for the purpose of² (here state purpose) with a capital stock of ——— dollars.³

The statute provides that any five or more persons, over the age of twenty-one, desiring to form a corporation for any of the purposes mentioned in the statute, shall copy the form of the charter adapted to the purpose, filling the necessary blanks, and append to the same an application in these words:

"We, the undersigned, apply to the state of Tennessee, by virtue of the laws of the land, for a charter of incorporation, and with the powers declared in the foregoing instrument.

Witness our hands the ——— day of ———, 19—."

(To be signed by the applicants.)

¹ § 188.

³ §§ 193, 3403.

² §§ 40-43, 191.

FORM 94.

Articles of Incorporation—Texas.

STATE OF TEXAS, COUNTY OF ———.

We, ———, ———, and ——— (at least two of whom are citizens of ——— county, state of Texas), under and by virtue of the laws of the state, do hereby form and incorporate ourselves into a voluntary association, and do hereby make, execute and adopt the following articles of incorporation:

1. The name of this corporation is ———.¹

2. The objects and purposes for which this corporation is formed are as follows:² (Here state any statutory purpose; distinct purposes must not be stated. But when several purposes are specified in one subdivision of the statute, then one or more of such purposes may be specified.³)

3. The general office and place where the business of this corporation is to be transacted is at ———, county of ———, state of Texas.^{3a}

4. The period of existence of this corporation is ——— years.⁴

5. The business and prudential affairs of this corporation shall be managed by a board of ——— directors.⁵

6. The names and places of residence of the directors selected and appointed to manage and control the business and prudential affairs

¹ § 188.

² §§ 40-43, 191.

³ Ramsey v. Tod, 95 Tex. 614, 69 S. W. 133; Borden v. Trespalacois

&c. Irr., (Tex.), 82 S. W. 463. See also, § 499.

⁴ § 190.

⁵ §§ 915, 1066.

of this corporation for the first year, and until their successors are elected and qualified, are as follows:⁶

Names.

Postoffice addresses.

7. The amount of the authorized capital stock of this corporation is _____ dollars,⁷ divided into _____ shares of the par value of _____ dollars each.⁸

8. (If a bridge company.) This corporation is organized for the purpose of building, owning and maintaining a bridge across _____ river, in the county of _____, at (or near) the city of _____, in the said state of Texas.

9. (If a ferry company.) This corporation is organized for the purpose of owning and operating a ferry over and across the _____ river, at or near the city of _____, in the county of _____, said state of Texas.

10. (If a railroad company.) This corporation is organized for the purpose of owning, constructing and operating a railroad, composed of a graded roadbed, ties and rails, the necessary bridges, stations and other suitable and necessary buildings from the city of _____ to the city of _____, in the said state of Texas; that the said road is run through the following named counties, to wit: (here name counties), and the estimated length of which road is _____ miles.

In witness whereof, etc.

(Signed and acknowledged.)

⁶ §§ 194, 1080.

⁷ §§ 193, 3403.

⁸ § 3407.

FORM 95.

Articles of Incorporation—Utah.

STATE OF UTAH, COUNTY OF _____, ss:

This agreement, made and entered into this _____ day of _____, 1910, by and between _____

Witnesseth; That, whereas, the undersigned desire to associate themselves and unite for the purpose of organizing a corporation under and pursuant to the laws of the said state of Utah, they do hereby declare and agree, and do make, execute and adopt the following agreement and articles of incorporation:

1. The name of this corporation shall be _____.¹

¹ § 188

2. This corporation is organized at the city of ———, county of ———, state of Utah.²

3. The names of the corporators and of the persons who unite in this agreement and these articles of incorporation and their places of residence are as follows:³

Names.	Residences.
_____	_____
_____	_____
_____	_____

4. The period of the existence of this corporation shall be ——— years⁴ (not less than three nor more than one hundred).

5. It is agreed by these corporators that the proposed corporation shall engage in, conduct and carry on the following business:⁵ (Here specify in general terms).

6. The place of the general office and the place where its principal business will be transacted, is at the city of ———, county of ———, state of Utah.⁶

7. The capital stock of this corporation is fixed at ——— dollars,⁷ divided into ——— shares of ——— dollars each.⁸

8. The subscribers hereto have each subscribed for and taken the number of shares set opposite their respective names, to wit:

Names.	Shares.	Amount.
_____	_____	_____
_____	_____	_____
_____	_____	_____

amounting in all to ——— dollars of the said capital stock.⁹

9. The business and prudential affairs of this corporation shall be managed by a board of directors composed of ——— members, each of whom shall be a stockholder in this corporation; they shall be elected at the annual meetings of the stockholders the first of which shall be held on the first Saturday of January, 1910, and each year thereafter, and shall hold their office for one year and until their successors are elected and qualified.¹⁰ (Provision may be made for electing directors so that part may serve for different terms.¹¹) (Provision may here be made for their resignation or removal.¹²)

10 The names and places of residence of the directors who have

² §§ 189, 490, 501 et seq.

³ § 175.

⁴ § 190.

⁵ §§ 40-43, 191.

⁶ § 189.

⁷ §§ 193, 3403.

⁸ § 3407.

⁹ § 205.

¹⁰ §§ 915, 1066.

¹¹ § 1080.

¹² § 1084 et seq.

been chosen to manage the business and prudential affairs of this corporation for the first year are:¹³

Names.	Residences.
_____	_____
_____	_____
_____	_____

11. The officers of this corporation shall be a president, vice-president, secretary and treasurer, and such other officers, agents and committees as the board of directors may designate and appoint.¹⁴

12. A majority of the board of directors shall constitute a quorum and be authorized to transact the business and exercise the corporate powers of this corporation and shall fill all vacancies until the next succeeding election.¹⁵

13. The private property of the stockholders shall not be liable for the obligations of the corporation.¹⁶

14. Of the said capital stock, _____ dollars have been subscribed, payable in property that is necessary for the purposes and pursuits of this proposed corporation, as agreed upon, which said property is described as follows:¹⁷ (Here describe property in a general way in separate parts). The fair cash value of which said property is _____ dollars.

15. (Any additional provisions desired or deemed necessary for conducting the business of the corporation and for its future safety and welfare.)

(Signed and sworn to.¹⁸)

(If the corporation is for other than mining or irrigation, the following affidavit by three or more must be attached:)

STATE OF UTAH, COUNTY OF _____.

A B, C D and E F, being duly sworn upon their oaths, say that they are subscribers and incorporators of the above named proposed corporation, and that they signed the said agreement and articles of incorporation; they further show upon their oath that they have commenced (or it is bona fide their intention to commence and carry on) the business mentioned in the said agreement; that the affiants verily believe that each party to the agreement has paid (or is able to and will pay) the amount of the stock subscribed for by him; affiants further say that ten per cent. and more of the stock subscribed by

¹³ §§ 194, 1080.

¹⁴ § 1386 et seq.

¹⁵ §§ 1150-1169.

¹⁶ § 4725.

¹⁷ §§ 3960-3972.

¹⁸ §§ 198, 199.

each stockholder, the same being more than ten per cent. of the said capital stock of the proposed corporation, has been paid in.

Subscribed and sworn to, etc.

(Signed.)

STATE OF UTAH, COUNTY OF ———, ss:

———, ———, and ———, being each separately sworn upon oath, says that he has examined and appraised the property in the above and foregoing articles of incorporation, conveyed by A B to the said proposed corporation, in full payment of its capital stock, and they do each hereby on their oath say that the said property so conveyed to said corporation is reasonably worth the sum of ——— dollars, and that the said sum of ——— dollars is a fair cash market value for said property.

Subscribed and sworn to, etc.

FORM 96.

Articles of Incorporation—Vermont (1).

We, the undersigned, hereby associate ourselves together as a corporation under the laws of the state of Vermont, and hereby make, execute and adopt the following articles of incorporation.

1. The name of this corporation shall be ———.¹
2. The objects and purposes of this corporation are:² (Here state.)
3. The principal office and place where the business of this corporation is to be carried on is at the city of ———, county of ———, state of Vermont.³
4. The amount of the capital stock of this corporation shall be ——— dollars,⁴ divided into ——— shares of the par value of ——— dollars each.⁵

In witness whereof, we have signed and executed the above articles of incorporation at ———, in the county of ———, state of Vermont, this ——— day of ———, 1910.

Names.

Postoffice addresses.

(This form will answer for a voluntary association by omitting article 4.)

¹ § 188.

² §§ 40-43, 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403.

⁵ § 3407.

FORM 96A.

Articles of Incorporation—Vermont (2).

APPLICATION TO LEGISLATURE.

(Private business corporations are granted by special charter on application to the legislature, and the following is deemed sufficient:)

We, the undersigned, desiring to associate ourselves and to organize a corporation under the laws of the state of Vermont, hereby petition your honorable body for the grant of a charter by which the undersigned associates and subscribers may be known as a body politic and corporate, and we would show that we have united and agreed upon the following as the basis of a corporation under the charter to be granted by your honorable body⁶ (here copy the above articles).

We therefore ask and pray that a charter may be so granted.

(Signed.)

Names.

Residences.

⁶ See § 145 et seq.

See notes to following form.

FORM 97.

Articles of Incorporation—Virginia.

We, the undersigned, hereby associate ourselves for the purpose of forming a corporation under and by virtue of the provisions of an act of the general assembly of the state of Virginia entitled “An Act concerning corporations,” and for that purpose we do hereby unite under the corporation name hereinafter stated and do hereby make, execute and adopt the articles of incorporation as follows:

FIRST. NAME.

The name of this corporation shall be the —— corporation.¹

SECOND. PRINCIPAL OFFICE.

The principal office and place of business of this corporation is to be located in the county of ——, city of ——, state of Virginia.²

THIRD. PURPOSES.

The purposes for which this corporation is formed are as follows:³
(Here state.)

¹ § 188.

³ §§ 40-43, 191.

² §§ 189, 490, 501 et seq.

FOURTH. CAPITAL STOCK.

The maximum amount of the capital stock of this corporation shall be _____ dollars, and the minimum amount shall be _____ dollars.⁴ The said capital stock shall be divided into _____ shares, of the par value of _____ dollars each.⁵ (Provision may here be made for division of the capital stock into common and preferred, and the nature of each should be fully stated.⁶)

FIFTH. DURATION.

The period of the existence of this corporation shall be _____ years⁷ (it may be perpetual).

SIXTH. DIRECTORS.

The business and prudential affairs of this corporation shall be managed by a board of _____ directors;⁸ and such board shall be organized by electing a president, vice-president, secretary and treasurer.⁹ The names and residences of the directors and officers who are to manage the business of this corporation for the first year or until their successors are elected are as follows:¹⁰

Names. (Directors.)

Residences.

President, _____

Vice-president, _____

Secretary, _____

Treasurer, _____

SEVENTH. REAL ESTATE.

The amount of real estate which this corporation may own at any one time shall not exceed _____ acres.¹¹

EIGHTH. MANAGEMENT.

(Here insert any provisions desired for the regulation of the business and the conduct of the corporate affairs; or any provisions desired, creating, defining, limiting or regulating the affairs of the corporation, or of the directors, or of the stockholders, or of any class or classes of stockholders, not inconsistent with the law.)

In witness whereof, etc.

(Signed and acknowledged.)

(See notes to following form.)

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ See §§ 3427, 3586 et seq., 3590-3593.

⁷ § 190.

⁸ §§ 915, 1066.

⁹ § 1068.

¹⁰ §§ 194, 1080.

¹¹ § 2382.

FORM 98.

Certificate of Judge—Virginia.

STATE OF VIRGINIA, COUNTY OF ———, ss: In the ——— court of ———.

The foregoing certificate and articles of incorporation of the ——— corporation were presented to me, ———, judge of the ——— court of the county of ———, in vacation (or in term time), and after due inspection and examination I now hereby certify that the said certificate and articles of incorporation are in my opinion properly signed and acknowledged in accordance with the act of the general assembly of the state of Virginia, entitled "An Act concerning corporations," which became a law on the 21st day of May, 1903.¹²

Given under my hand this ——— day of ———, 1910.

Judge.

¹² § 212 et seq.

FORM 99.

Articles of Incorporation—Washington.

We, the undersigned, desirous of forming a corporation under and pursuant to the laws of the state of Washington, do make, execute and adopt the following articles of incorporation in triplicate:

Art. 1. The name of this corporation shall be ———.¹

Art. 2. The objects for which this corporation shall be formed are as follows:² (Here state.)

Art. 3. The capital stock of this corporation shall be ——— dollars,³ divided into ——— shares of the par value of ——— dollars each.⁴

Art. 4. The period of existence of this corporation shall be ——— years, commencing on the ——— day of ———⁵ (not exceeding fifty years).

Art. 5. The business and prudential affairs of this corporation shall be managed by a board of trustees.⁶ The names and places of residence of the trustees who shall manage and control the business and concerns of the corporation for the first ——— months (not less than two

¹ § 188.

² §§ 40-43, 191.

³ §§ 193, 3403.

⁴ § 3407.

⁵ § 190.

⁶ §§ 915, 1066.

nor more than six) and until their successors are elected, are as follows:⁷

Names.	Residences.
_____	_____
_____	_____
_____	_____

Art. 6. The principal office and place of business of this corporation shall be located at the city of _____, county of _____, in the state of Washington.⁸

In witness whereof, etc.

(Signed in the presence of witnesses and duly acknowledged.⁹)

⁷ §§ 194, 1080.

⁹ §§ 198, 199.

⁸ §§ 189, 490, 501 et seq. See also,
§§ 1134-1137.

FORM 100

Articles of Incorporation—West Virginia.

We, the undersigned, hereby sign, execute and adopt the following agreement for incorporation:

1. The undersigned hereby associate themselves and agree to become a corporation by the name of _____.¹

2. The location of the principal office and place of business of this corporation is to be at No. _____ street, in the city of _____, county of _____, state of West Virginia.² The location of its chief works shall be at the city of _____, county of _____, state of West Virginia. (If the chief works are to be at the place of the general office, say: "or its chief works will be located at the same place." If the corporation is to have no chief works, then say: "This corporation will have no chief works." If chief works are to be located in another state, then give the name of the state and county.³)

3. The objects and purposes for which this corporation is formed are:⁴ (Here insert).

4. The amount of the total authorized stock of this corporation is _____ dollars,⁵ divided into _____ shares of the par value of _____ dollars each;⁶ and the amount of said capital stock now subscribed is _____ dollars, and the amount paid in is _____ dollars.⁷

¹ § 188.

⁵ §§ 193, 3403.

² §§ 189, 490 et seq.

⁶ § 3407.

³ § 501 et seq.

⁷ See §§ 178, 179, 193, 205, 564.

⁴ §§ 40-43, 191.

3900, 3933.

5. The names and postoffice addresses of the incorporators and the number of shares of stock subscribed for by each are as follows:⁸

Names.	Postoffice addresses. Include street and number.	Number of shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

		Total _____

6. The period limited for the duration of this corporation is _____ years from the day of the execution of these articles of incorporation⁹ (not exceeding fifty years).

7. (Here insert any provisions desired for the regulation of the business and the conduct of the affairs of the corporation, and any provisions creating, defining, and regulating the power of the corporation, or directors and the stockholders or any class or classes of stockholders.

Given under our hands this _____ day of _____, 1910.

CERTIFICATE OF NOTARY.

STATE OF WEST VIRGINIA, COUNTY OF _____, SS:

I, A B, a notary public in and for said county and state afore-said, hereby certify that _____, _____ and _____, whose names are signed to the foregoing agreement and articles of incorporation bearing date on the _____ day of _____, 1910, this day personally appeared before me in my said county and severally acknowledged their signatures to the same. And I further certify that C D and E F, two of the corporators named in the said agreement, made oath before me that the amount therein stated to have been paid on the capital has been in good faith paid in for the purposes and business of the intended corporation, without any intention or understanding that the same will be withdrawn therefrom before the expiration or dissolution of the said corporation.

Given under my hand and seal, etc.

Notary public.

OATH OF CORPORATORS.

STATE OF WEST VIRGINIA, COUNTY OF _____, SS:

Personally appeared before me, the undersigned notary public, C D and E F, two of the persons who have executed the foregoing agreement and articles of incorporation, as corporators thereof, and which

⁸ § 175.

⁹ § 190.

said agreement is dated on the ——— day of ———, 1910, and made oath that the statement made in said agreement, to wit, that the principal place of business of said corporation shall be located at No. ——— street, in the city of ———, county of ———, state of West Virginia (if the chief works are to be at the place of the general office, say: "or its chief works will be located at the same place.") (If the corporation is to have no chief works, then say: "This corporation will have no chief works.") (If chief works are to be located in another state, then give the name of the state and county), is true and that said principal place of business and chief works have been so located in good faith and not for the purpose of evading any law of the state of West Virginia, and especially not for the purpose of avoiding the payment of the difference of amount of the annual license-tax on the charters of corporations having their principal place of business and chief works without the said state; and that said corporation named in said agreement proposes in good faith to carry on its business and to have its principal place of business and chief works within the state of West Virginia.

Given under my hand and official seal, etc.

FORM 101.

Articles of Incorporation—Wisconsin.

We, the undersigned, residents of the state of Wisconsin, and of full age, do hereby make, execute and agree to the following articles of incorporation:

Article First. We, the undersigned, have associated, and do hereby associate ourselves together in the following articles of incorporation, for the purpose of forming a corporation under Chapter 86 of the Wisconsin Statute of 1898, and the acts amendatory thereof and supplementary thereto, the business and purposes of which corporation shall be¹ (here state).

Article Second. The business of said corporation is to be carried on at the city of ———, county of ———, state of Wisconsin.²

Article Third. The name of this corporation shall be ———,³ and its location shall be at the city of ———, in the county of ———, state of Wisconsin.⁴

Article Fourth. The capital stock of this corporation shall be ——— dollars,⁵ and the same shall consist of ——— shares, of the par value of ——— dollars each.⁶

¹ §§ 40-43, 191.

² §§ 490, 501.

³ § 188.

⁴ § 189.

⁵ §§ 193, 3403.

⁶ § 3407.

Article Fifth. The general officers of this corporation shall be president, vice-president, secretary and treasurer.⁷ The board of directors of this corporation shall consist of ———, all of whom shall be elected from the stockholders.⁸ The board of directors shall be elected as follows:⁹ (Provision may be made for the election of directors so that after the first year one-third of the board may be elected annually.¹⁰)

Article Sixth. The principal duties of the executive officers shall be as follows: (Here set out the principal duties of the president,¹¹ vice-president,¹² secretary,¹³ and treasurer.¹⁴) The board of directors may provide for the appointment or selection of such additional officers and committees as they may deem for the best interests of the corporation.¹⁵

Article Seventh. The members of this corporation shall consist only of persons who own and hold stock.¹⁶

Article Eighth. The period of existence of this corporation shall be ——— years.¹⁷

Article Ninth. (Insert any provisions not inconsistent with law, proper for the accomplishment of the purposes of the corporation.)

Article Tenth. These articles of incorporation may be amended by resolution setting forth such amendment or amendments adopted at any meeting of the stockholders by a vote of at least two-thirds of all the stock of this corporation then outstanding.¹⁸

In witness whereof, etc.

(Signed in the presence of witnesses, and duly acknowledged by all the corporators.¹⁹)

(The signers of the articles of incorporation, until directors are elected, shall have direction of the affairs and make such rules as may be necessary for perfecting the organization and regulating the subscriptions to the capital stock;²⁰ and the first meeting may be held at any time after one-half of the capital stock is subscribed,²¹ and may be called by any two signers of the articles after ten days' personal notice in writing to each subscriber,²² or by public notice for at least two weeks in the nearest newspaper, of the time and place of such meeting.²³ If all the subscribers meet, the notice may be dispensed with.)

⁷ § 1386.

⁸ § 1066.

⁹ § 915 et seq.

¹⁰ § 1080.

¹¹ § 1450.

¹² § 1496.

¹³ § 1512.

¹⁴ § 1556.

¹⁵ § 1207 et seq.

¹⁶ §§ 511, 545 et seq., 4460 et seq.

¹⁷ § 190.

¹⁸ § 202.

¹⁹ §§ 198, 199.

²⁰ See §§ 194, 1080.

²¹ See §§ 178, 179, 193, 205, 564, 3900, 3933.

²² § 817 et seq.

²³ § 824.

FORM 102.

Articles of Incorporation—Wisconsin.

VOLUNTARY ASSOCIATIONS.

Follow the above form omitting article fourth and article seventh and insert following:

(Here state the method and conditions upon which members shall be accepted, discharged or expelled.)

Article —. The annual meeting for the election of officers shall be held on the ——— day of ———, 1910, and annually thereafter on the ——— day of ——— of each year. The first meeting of the corporators and the signers hereof for the election of officers, shall be held at the office of A B, in the city of ———, county of ———, state of Wisconsin, on the ——— day of ———, 1910.

(Same notice to be given as indicated above in stock companies.)

In witness whereof, etc.

(Signed by the corporators in the presence of witnesses and acknowledged.) (At least two of the corporators must take and subscribe an oath as to the truth and correctness of the copy of the original articles to be forwarded to the secretary of state.)

FORM 103.

Articles of Incorporation—Wyoming.

We, the undersigned, desiring to form a corporation to aid in the industrial (or productive) interests of the country, do hereby voluntarily associate ourselves for the purpose of forming a corporation under and pursuant to the laws of the state of Wyoming and do hereby make, execute and adopt in duplicate the following articles of incorporation.

1. The name of this corporation is ———.¹
2. The objects and purposes for which this corporation is formed are: (Here state a single statutory purpose.)²
3. The capital stock of this corporation shall be ——— dollars,³ divided into ——— shares of the par value of ——— dollars each.⁴ (Provision may here be made for preferred stock.)⁵ (See Forms 460-474.)
4. The period of existence of this corporation shall be ———

¹ § 188.

² §§ 40-43, 191.

³ §§ 193, 3403.

⁴ § 3407.

⁵ See §§ 3427, 3586, 3590 et seq.

years, commencing on the day of the date of these articles of incorporation⁶ (not exceeding fifty years).

5. The business and prudential affairs of this corporation shall be managed by a board of ——— directors.⁷

6. The names and residences of the directors who have been selected and who are to manage the business and prudential affairs of this corporation for the first year are:⁸

Names.	Residences.
_____	_____
_____	_____
_____	_____

7. The principal office of this corporation shall be located at the city of ———, county of ———, state of Wyoming;⁹ and the operations of this corporation shall be carried on at the city of ———, county of ———, in the state of Wyoming and the city of ———, county of ———, state of ———.¹⁰

8. All suits against said corporation shall be commenced in the said county of ———, state of Wyoming.¹¹

9. The directors shall have power to make such prudential by-laws and rules as they may deem proper for the management and disposition of this corporation, not inconsistent with the laws of the state. And they may prescribe all duties of the officers and of the agents and servants that may be employed, and for the carrying on of the business within the objects and purposes of this corporation.¹²

In witness whereof we have signed and executed this certificate and articles of incorporation in duplicate this ——— day of ———, A. D. 1910.

(Signed in the presence of witnesses and acknowledged.¹³)

⁶ § 190.

⁷ §§ 915, 1066.

⁸ §§ 194, 1080.

⁹ § 189.

¹⁰ See §§ 501, 1134–1137.

¹¹ §§ 496, 2998, 3014, 6653, 6760.

¹² § 969.

¹³ §§ 198, 199.

FORM 104.

Petition for Incorporation—British Provinces.

To his Honor ——— Lieutenant Governor of ———.¹

The petition of ——— ——— humbly sheweth as follows:

1. Your petitioners desire to obtain by letters patent, under the great seal, a charter, under the provisions of the ——— Company's

¹ § 220.

Act, constituting your petitioners and such others as may become shareholders in the company thereby created, a body corporate and politic under the name of the Montreal Ice-Palace Co., Limited, or such other name as may appear to your honor, to be proper in the premises.²

2. Your petitioners are assured to their satisfaction that the corporate name under which this incorporation is sought is not on any public ground objectionable, and that it is not that of any known company incorporated or unincorporated, or any partnership or individual, or any name under which any known business is being carried on, or so nearly resembling the same as to deceive and mislead the public.³

3. Your petitioners are assured to their satisfaction that no public or private interests will be prejudicially affected by the incorporation of your petitioners as aforesaid.

4. Your petitioners would further represent and show that they are of the full age of twenty-one years and more.⁴

5. Your petitioners would also show the object for which incorporation as aforesaid is sought is to (here state purposes the same as in articles).⁵

6. Your petitioners would show that the principal or chief place of business and the head office of the company will be at 320 Parliament Square in the city of Montreal, Dominion of Canada.⁶

7. Your petitioners would show that the amount of the capital stock of the company is to be \$25,000;⁷ and that the same is to be divided into 1,000 shares of the par value of \$25 each.⁸

8. Your petitioners would further show that they have selected the following named persons, to wit (here name), to be provisional directors of the company.⁹

9. Your petitioners would further show that by subscribing therefor in the memorandum of agreement, duly executed in duplicate, and which is presented herewith, with a view to the incorporation of this company, your petitioners have taken the amount of stock set opposite their respective names as follows:¹⁰

Names of petitioners.	Amount of stock subscribed for.
_____	_____
_____	_____
_____	_____

² § 188.

³ § 53 et seq.

⁴ § 175.

⁵ §§ 40-43, 191.

⁶ §§ 189, 490, 501 et seq.

⁷ §§ 193, 3403.

⁸ § 3407.

⁹ §§ 194, 1080.

¹⁰ See §§ 511 et seq., 545 et seq.

Your petitioners would therefore pray that your honor may be pleased by letters patent under the great seal to grant a charter to your petitioners constituting your petitioners and such others as have or may become subscribers to the memorandum of agreement and stock book of the company thereby created, a body corporate and politic for the due carrying out of the undertaking aforesaid.

And your petitioners, as in duty bound, will ever pray.

(Signed by petitioners and by witnesses and dated.)

FORM 105.

Articles of Incorporation—British Provinces.

We, the undersigned, being of the full age of twenty-one years and more, hereby associate ourselves together and do hereby severally agree with each other to become incorporated as a company, hereby make application for incorporation and hereby unite in, execute and adopt the following application and articles and certificate of incorporation in duplicate.

1st. The name of this corporation shall be the Montreal Ice Palace Co., Limited.¹

2d. The purposes for which this incorporation is sought are to build, construct, own, operate and maintain an Ice Palace for the purpose of public amusement.²

3d. The location of the principal or head office and its chief place of business is 320 Parliament Square, in the city of Montreal, Dominion of Canada.³

4th. The capital stock of this corporation shall be \$25,000.⁴

5th. The capital stock of this corporation is divided into 1,000 shares of the par value of \$25 each.⁵

6th. The liability of the members of this company is limited.⁶

7th. The names in full and the addresses and calling of each of the applicants, the amount of stock taken by each applicant, and the amount paid in upon the stock of each applicant, are as follows:⁷

Names.	Addresses.	Vocation of subscribers.	No. of shares taken by each.	Amt. paid in cash on each.
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

¹ § 188.

² § 191.

³ §§ 189, 490, 501 et seq.

⁴ §§ 193, 3403.

⁵ § 3407.

⁶ § 4725. See § 4810 et seq.

⁷ § 175.

8th. The said amounts so paid in on such subscribed stock have been paid in cash and are held for said corporation.⁸

9th. The following named persons of the said incorporators and applicants are hereby selected for the first or provisional directors of this company, and are to serve until their successors are elected and qualified, to wit:⁹ (Here set out names.)

⁸ §§ 175, 193, 564, 3900, 3933.

⁹ §§ 194, 1080.

FORM 106.

Articles of Incorporation—Mexico.

We, the undersigned, for the purpose of associating ourselves as a corporation, hereby enter into the following preliminary agreement of association and do make, execute, and adopt the following articles and certificate of incorporation, to wit:

1. The full names and domicils of the incorporators are as follows:¹ (Here state.)

Names.	Residences.
_____	_____
_____	_____
_____	_____

2. The name of this corporation shall be the Mexican Banana Company.²

3. The principal office and place of business of this company shall be at the city of San Antonio, state of Texas, United States of America,³ and it shall have an office and an agent in the city of Mexico, republic of Mexico, and which office is located at 200 _____ street, in said city of Mexico.⁴

4. The period of duration and the term of existence of this corporation shall be fifty years, beginning on the first day of March, A. D. 1910.⁵

5. The objects of this corporation shall be to own and operate a banana plantation in the said republic of Mexico, and to cultivate, produce, raise bananas and to buy and sell, ship, export and deal and traffic in bananas.⁶

6. The capital stock of this corporation shall be \$100,000, divided into 1,000 shares of the par value of \$100 each, of which said sum

¹ § 175.

⁴ See §§ 499 et seq., 6632.

² § 188.

⁵ § 190.

³ §§ 189, 490, 501 et seq.

⁶ §§ 40-43, 191.

\$50,000 has been subscribed and paid in cash;⁷ and \$50,000 has been paid by the conveyance to Q X, in trust for this corporation of a certain banana plantation, a complete description of which and a statement of the value placed thereon is attached to and made a part of these articles of incorporation, and which is of the cash value of \$50,000 and the conveyance of which is held in trust by the said Q X for this corporation, and is to be conveyed to this corporation on its complete incorporation.⁸

7. The business and prudential affairs of this corporation are to be administered and directed by a board of ——— directors and administrators, who are to exercise the general administrative control of the corporation and to manage its business and financial affairs and to have entire charge of the enterprises of the corporation.⁹

8. The board of directors of this corporation shall create and keep a reserve fund of not less than 10 per cent of the entire subscribed capital stock of the company, and there shall be no dividends or distribution of profits at any time when such reserved fund is less than such one-tenth of the capital stock.¹⁰

9. The net profits of the business of this corporation shall be distributed annually and semi-annually to the subscribers of the capital stock, pro rata;¹¹ in case of any losses in the operation of the business and affairs of this corporation, such losses shall be borne by the stockholders and the board of directors in such case shall assess the stock pro rata and shall provide for the payment and enforce the payment of such assessments for the purpose of paying such losses;¹² or the said board of directors at its option may mortgage the real estate of this corporation, but in no event shall it be mortgaged or otherwise incumbered in an amount exceeding 25 per cent of its cash value.¹³

10. The subscribers and founders reserve to themselves the power to order dividends and reserve the right to make a dividend at any time, and distribute the profits among themselves, pro rata, when the net profits of the corporation will justify the same after maintaining the reserve fund.¹⁴

11. This corporation may be dissolved at any time before the termination of the period of its duration when it shall have sustained losses for three consecutive years, or at any time when the total losses shall equal or exceed 25 per cent of the capital stock; and the corporation may be dissolved at any time after two years by a majority vote of two-thirds of the stock of this corporation.¹⁵

⁷ §§ 193, 3403, 3407.

⁸ § 3960.

⁹ §§ 915, 1066.

¹⁰ § 5992.

¹¹ § 5285 et seq.

¹² § 4810 et seq.

¹³ §§ 1190-1192, 2525 et seq.

¹⁴ §§ 1184, 1185, 5285.

¹⁵ §§ 6466, 6476, 6500, 6504.

12. When this corporation is dissolved in any manner herein specified, or otherwise, the stockholders shall elect three liquidators who shall take charge of all of the property and assets of the corporation and administer the same; they shall sell and dispose of all the property and assets of the corporation to the best advantage and on such terms and conditions as they may deem prudent and advisable; they shall first pay all debts and obligations of the company; but in case the assets of the corporation are not sufficient to pay all debts then they shall pay the same pro rata,¹⁶ and after the election of such liquidators no creditor shall be permitted to obtain any advantage or preference over other creditors.¹⁷ Any surplus remaining after the payment of all debts shall at once be distributed among the founders and stockholders pro rata.¹⁸ In the election of liquidators each stockholder and founder may be permitted to cumulate his vote.¹⁹

13. The incorporators and stockholders of this corporation shall hold their first general meeting on the first day of April, A. D. 1910 at the office of R S, in the city of San Antonio, state of Texas.²⁰

In witness whereof, etc.

(Signed and acknowledged.)

(The corporation must register in the merchants' register of the judicial district of its domicil where its principal office is in the republic of Mexico.)

¹⁶ §§ 6598, 6603 et seq.

¹⁷ § 6611.

¹⁸ §§ 6589, 6618.

¹⁹ See §§ 886-888.

²⁰ §§ 805, 807, 808.

2. SPECIAL OBJECT CLAUSES.

FORM 107.

Abattoir.

To slaughter cattle, sheep and hogs, to pack and preserve meats, to manufacture and deal in tallow, lard and kindred products, to manufacture the offal of animals into merchantable products and sell the same, to cure and deal in hides, pelts and skins and generally to carry on and transact such other business in connection with said branches of business above named as is usually or may profitably be so carried on and transacted.

FORM 108.

Abstracts.

To own, use, make and keep a full set of abstract books by which to make and show a complete change of title of the owners of all tracts, pieces and parcels of land and real estate in the county of ———, and to furnish on application, abstracts of title, and in connection therewith to make deeds of conveyance, mortgages, leases and all other instruments by which title or possession of real estate and personal property is conveyed or transferred, and doing all and singular the acts and things necessary to the making, completing and perfecting abstracts of title of real estate and showing the condition of such title, liens and incumbrances on real estate and tracts of land all and for which abstracts of title are made.

FORM 109.

Acetylene Gas.

To manufacture and supply acetylene gas, and to own and hold real estate, building machinery, tools, retorts and all other machinery and appliances proper and necessary in the use or the manufacture of acetylene gas, and to purchase and keep on hand all material and produce from and out of which acetylene gas can be manufactured, and to manufacture and deal generally in such acetylene gas and to sell and dispose of any and all by-products resulting and remaining in the process of the manufacture of acetylene gas.

FORM 110.

Advertising.

To carry on a general advertising, bookselling and publishing business in all its branches, both as principals and agents; to carry on the business of printers, booksellers, publishers, stationers, engravers, bookbinders, designers, dealers in paper and all fancy articles, publications of all kinds, and dealers in any other articles or things of a character similar or analogous to the foregoing, or any of them, or connected therewith; and, in fact, to undertake and transact all kinds of agency business which an individual may lawfully undertake. To buy, sell and deal in tickets for theaters and all other places of amusement or entertainment.

FORM 111.

Agency.

To act as agent or representative of corporations, firms and individuals, and as such to develop and extend the business interests of firms, corporations and individuals.

FORM 112.

Agricultural Implements.

To manufacture, sell and deal in machines, tools and implements of all kinds, including harvesters, binders, reapers, mowers, rakes, headers and shredders, agricultural machinery, tools and implements of all kinds, binder twine, and all repair parts and other devices, materials and articles used or intended for use, in connection with any kind of harvesting or agricultural machines, tools or implements.

To engage in the manufacture or production of, and to deal in, any materials or products which may be used in, or in connection with, the manufacture of harvesting or agricultural machines, tools and implements.

FORM 113.

Air Brakes, etc.

To carry on the business of manufacturers and dealers in air or pneumatic brakes and braking devices and appliances of every description; to manufacture, buy, sell, export, import and generally deal in air or pneumatic braking devices and appliances, car tracks, railway appliances and supplies, machinery and appliances of every description.

To manufacture, buy, sell, export, import and generally deal in compressed air machinery and parts, and to acquire by purchase or otherwise, inventions, patents, licenses and patent rights and such brakes, braking devices, railway machinery and appliances and compressed air machinery and apparatus as may be manufactured, bought, sold, imported, exported and dealt in by manufacturers and dealers in a similar line of business.

FORM 114.

Air Power.

To manufacture, buy, sell and deal in air compressors, electrical

machines and apparatus, locomotives, engines, trucks and cars, and all machinery for the acquisition or use of power of any kind, and the erection of buildings for housing the same, and equipping and installing manufacturing plants generally, including the acquisition by purchase, by manufacture or otherwise, of all materials, supplies, machinery and other articles necessary or convenient for use in connection with and in carrying on the business herein mentioned or any part thereof.

FORM 115.

Air Power Motors.

To manufacture, purchase, use, lease and sell self-propelling or horseless vehicles, motors, engines, movable or stationary, propelled, operated or actuated by compressed air and gas, either in combination or separately, or by any other suitable and available power, and any and all other machines, devices, contrivances and appliances, for the use and employment of air and gas, compressed or otherwise, either in combination or separately, for any uses or purposes to which the same can be applied.

To acquire, hold and own inventions and patent rights pertaining to or available for such vehicles, motors and engines, machines, devices, contrivances and appliances, or to manufacture and use the same, as well as licenses under inventions and patents pertaining to or available for such vehicles, motors and engines; to manufacture, use, lease and sell the same hereunder.

To sell any and all such inventions and patent rights and grant any and all licenses thereunder.

To manufacture, purchase, acquire, use, lease, sell or otherwise dispose of all articles or materials necessary or useful in connection therewith.

To manufacture, sell or dispose of compressed air, gas or other means or medium of actuating engines or motors in connection therewith.

FORM 116.

Alcoholic Institutes.

To administer treatment to persons suffering from alcoholism and from addiction to the use of drugs, by duly qualified and registered physicians and surgeons, manufacturing and selling remedies, and owning, leasing, occupying and maintaining the necessary lands and buildings to carry on its business.

FORM 117.

Ammonia.

To buy, sell, deal in and manufacture anhydrous ammonia, aqua ammonia, other ammonical and kindred products and all materials and appliances used in such business.

FORM 118.

Ammunition.

To manufacture, purchase or otherwise acquire, and to sell or otherwise dispose of guns, revolvers and firearms of all kinds and descriptions, gunpowder, dynamite and other explosives of every kind, bullets, shot and other projectiles of every kind and description, and generally to carry on any business incidental thereto.

To manufacture, purchase or otherwise acquire chemicals and chemical preparations necessary or desirable in connection with its business.

To apply for, purchase, lease or otherwise acquire and to own, hold, use, lease or otherwise dispose of trademarks, patents, formulæ and secret processes of all kinds.

FORM 119.

Amusement.

To carry on the business of furnishing amusement to the public.

To purchase, acquire, lease, own and manage theaters, playhouses, gardens, roof gardens, opera houses and other places of amusement.

To erect, maintain, purchase, or rent, hire, lease, let or otherwise acquire or dispose of buildings or structures for said purposes. To acquire, sell, mortgage, lease or otherwise acquire or dispose of all real or personal property necessary or convenient to such business.

To acquire the good will, rights and property of any person, firm, association or corporation and pay for the same in cash or stock of this company, bonds or obligations of this company or otherwise; and to hold or in any manner dispose of the whole or any part of the property so acquired.

To purchase, acquire, hold and dispose of the stock, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and

to issue and exchange therefor its stock, bonds or other obligations; to carry on the business of managers, proprietors of theaters, opera houses and other similar places of amusement; to employ vaudeville performers, actress singers, musicians and other persons, for the purpose of the business.

To acquire, own, purchase or dispose of plays, copyrights and dramatic and musical productions, and rights of every kind therein for the purpose of the business, and generally to acquire, hold, manage and dispose of property of every kind pertaining to such business, and to do everything necessary and proper to the conduct of said business.

FORM 120.

Amusement Park.

To conduct public and private amusements, consisting of musical and literary performances, park and picnic grounds containing dancing pavilions, roller coasters and similar amusements, and for these purposes the acquiring and maintenance of lands, buildings and personal property.

FORM 121.

Animal Fanciers.

To buy, sell, import, export and generally deal in all kinds of animals, domestic or wild, and particularly to buy, sell, import, export and deal in dogs, cats, goats, birds and such other animals as are usually bought, sold, imported and exported by dealers in a similar line of business.

FORM 122.

Apartment Houses.

To purchase, lease or otherwise acquire real estate necessary to the operations of the company; to buy, lease, build, erect, equip, operate, maintain and sell apartment houses and residence hotels; to purchase, lease, install and operate furnaces, boilers and machinery, to supply heat, steam, water, electricity and other means for heating, lighting, power signaling and other purposes; to construct, install, lease, own and operate telephone exchanges in buildings owned or operated.

FORM 123.

Architects.

To conduct, manage and carry on the business of architects and engineers in all or any of their respective branches, and also the development of real estate wheresoever situate; to make contracts for the preparation of plans or other drawings and specifications of buildings or parts of buildings of any kind and description; to superintend the construction thereof and to do any and all acts in the line of the business of architects and engineers which it may deem necessary, profitable or desirable for the promotion of its business. To acquire by purchase or otherwise own, hold, buy, sell, convey, lease, mortgage or incumber real estate, including quarry lands or other property, personal or mixed. To survey, subdivide, plat, improve and develop lands for purposes of sale or otherwise, and to do and perform all things needful and lawful for the development and improvement of the same for residence, trade or business.

To acquire to the same extent as natural persons and without limit as to amount, by purchase, lease, exchange, hire or otherwise, lands improved or unimproved, tenements, hereditaments, chattels, real or personal, or any interest therein; to erect and construct houses, buildings and works of every description on any lands of the company or upon any other lands; to rebuild, alter or improve existing houses, buildings or works thereon, to subdivide, improve and develop lands for purposes of sale or otherwise; to convert or appropriate any such lands into and for roads, streets and other conveniences, and to do and perform all things needful and lawful for the development and improvement of the same, and generally to deal with and improve the property of the company and of other parties; to own, hold and maintain any property acquired by the company; to sell, convey, lease, release, let, exchange, mortgage or otherwise incumber or dispose of lands, houses, buildings, hereditaments, appurtenances, chattels and other property of the company, to equip, furnish, conduct, operate, manage, lease and maintain hotels, apartment houses, boarding houses, dwelling houses, sanitariums, warehouses or any kind of building for dwelling, amusement, recreation, charitable or religious purposes; to undertake or direct the management and sale of the property of the company, real and personal; to sell, assign, release, hold or satisfy mortgages which may become the property of the company, to loan on bond or mortgage or otherwise, or to advance money to, and to enter into contracts and arrangements of all kinds with contractors, laborers, skilled or otherwise, builders, property owners and others.

FORM 124.

Art.

To buy, sell, import, export and generally to deal in marine, landscape and all other paintings, portraits, engravings, etchings, drawings, water colors, chromos, lithographs, statues, statuettes, busts and all other works of art; to buy, sell, manufacture and deal in picture frames and all appliances, properties and devices used in connection with any of the above objects.

FORM 125.

Asbestos.

To manufacture and sell asbestos (or composition) sectional coverings or insulators for pipes and boilers, and for the selling and disposing of the same; said coverings to be used for the purpose of covering steam, water, ammonia and other pipes and boilers of all descriptions for the purpose of protecting them from atmospheric changes. To manufacture and otherwise prepare asbestos roofing and to construct, adjust and place the same on buildings and structures and to make and deal in all kinds of asbestos goods, fiber and fabrics.

FORM 126.

Asphalt.

To carry on the trade or business of mining, manufacturing, producing, adapting and preparing and buying and selling and otherwise dealing in asphalt and cement, and any articles or product in the manufacture or composition of which asphalt or cement is used, including the acquisition by purchase, mining, manufacturing or otherwise, of all material, supplies and other articles necessary or convenient for use in mining, manufacturing, producing, adapting and preparing asphalt and cement and such other articles or product. To quarry, dig, mine, deal in and sell any and all kinds of minerals, stone and other products of the earth. To pave, construct, repair, improve and maintain streets, highways, roads and any and all public and private works.

FORM 127.

Auditors.

To do a general auditing and accounting business, to open, take

charge of, maintain, keep, institute, examine, audit, certify to and guaranty the correctness of the books and accounts of all persons, firms, partnerships, corporations, banks, estates and companies, associations and institutions of every kind and all natural or corporate beings whatsoever.

To engage in the business of furnishing all persons, firms, partnerships and corporations, associations and institutions with complete and modern system or systems of auditing and accounting and acting as controller, auditor or accountant thereof, and to issue certificates of efficiency to accountants.

To act as a collecting agency for its patrons, take assignments of claims against debtors of its patrons and others, and sue thereon in its own name, if not prohibited, to act as mercantile agency, to investigate and recommend persons desirous of doing business with its patrons and others, and to issue certificates as to the responsibility of persons, firms, partnerships and corporations, associations and institutions.

FORM 128.

Automobiles.

To manufacture and sell and deal in automobiles and all parts and accessories thereof, and to carry on any trade or business incidental thereto or connected therewith; to manufacture and sell, import and export automobile vehicles and any kind of motors whatsoever, and to carry on any trade or business incidental thereto or connected therewith; to carry on any manufacturing or mercantile business lawful in the place where such business shall be carried on; to apply for, purchase or otherwise acquire, hold, own, use, operate, sell, assign or grant or conduct licenses in respect to any and all inventions, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere; to acquire and undertake all or any part of the business, assets and liabilities of any person, firm, association or corporation in connection therewith; to take, acquire, purchase, hold, own, rent, lease, sell, exchange, mortgage, improve, cultivate, develop and otherwise deal in and dispose of any and all property, real and personal, of every description, incidental to or capable of being used in connection with the aforesaid business or any of them.

FORM 129.

Automobile Storage and Supplies.

The purposes for which said corporation is to be formed are as follows: To deal in, sell, operate and let for hire, automobiles, motorcycles and motor vehicles of every kind, nature and description.

To build, maintain and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description.

And generally to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation, repair or equipment of automobiles, motorcycles or motor vehicles of any and all kinds, manufactures and descriptions. And for the purpose of carrying on the businesses aforesaid to buy, sell, and convey property, both real and personal, as the same shall be necessary, and generally to do all things that may be necessary to the conducting of said business.

FORM 130.

Automobile Tires.

To manufacture, buy, sell, import, export and generally to deal in tires for automobiles, bicycles, carriages and vehicles of all kinds and descriptions, whether the said tires be made of rubber, metal, composition or other material or combination of materials.

Generally to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation and repair or equipment of automobiles, motorcycles and other vehicles of all kinds and descriptions.

FORM 131.

Baker.

To manufacture, buy, sell and deal in pastry, bread, cakes, pies, biscuits, crackers, confectionery and all other food products, also baking powders and all substances and ingredients generally used in the making of baking powders, and to carry on any other business designed in any way to promote any and all of the objects and purposes named above.

FORM 132.

Baking Powder.

To manufacture, buy, sell, import, export, refine and deal in baking powders, argals, cream of tartar, tartaric acid and all other chemicals which are or may be component parts of baking powder, or may be conveniently produced or dealt in in connection therewith, and generally to carry on any manufacturing or other business which can be conveniently carried on in conjunction with any of the matters aforesaid, or in or upon the premises of the company.

FORM 133.

Banana Plantation.

To own and operate a banana plantation for the planting, cultivating, growing and producing bananas; and for the buying and selling, importing, exporting and dealing generally in bananas. To carry on and work the business of producers, cultivators and buyers of bananas, and to own, maintain and operate buildings, depots, cold storage plants and all other necessary buildings and equipments necessary or useful in carrying on and transacting the general business of dealing in bananas.

See Form 245.

FORM 134.

Bank Note.

To carry on the business of engraving on steel, copper, brass, zinc, wood and other materials, lithographing, electrotyping, photoengraving and making process plates, printing in all its branches, bookbinding and manufacturing parchment, cardboard and all kinds of paper, envelopes, books and stationery.

FORM 135.

Bicycles and Automobiles.

To manufacture and sell bicycles and all parts and accessories thereof, and to carry on any trade or business incidental thereto or connected therewith; to manufacture and sell automobile vehicles and electric and other motors, and to carry on any trade or business inci-

dental thereto or connected therewith; to carry on any manufacturing or mercantile business lawful in the place where such business shall be carried on; to apply for, purchase or otherwise acquire, hold, own, use, operate, sell, assign, and grant or conduct licenses in respect to any and all inventions, improvements, and processes used in connection with or secured under letters patent of the United States or elsewhere; to acquire and undertake all or any part of the business, assets and liabilities of any person, firm, association or corporation; to take, acquire, purchase, hold, own, rent, lease, sell, exchange, mortgage, improve, cultivate, develop and otherwise deal in and dispose of any and all property real and personal, of every description incidental to or capable of being used in connection with the aforesaid business or any of them.

FORM 136.

Biscuit.

1. To manufacture, buy, sell and export biscuits, crackers, cakes, pastry, Italian paste, confectionery and other food products and to acquire and dispose of shares of the capital stock of other corporations organized in this state or elsewhere for similar purpose or purposes incidental thereto, and to do and transact all lawful business incidental to all or any of the above mentioned objects.

2. To manufacture, sell and otherwise deal in biscuits, crackers, bread, candy, candied fruits, sugars and other sugar compounds, and all other food and sweetmeat products, to acquire, construct, equip, own and operate factories, plants, shops, stores, depots and selling agencies for manufacture, production, purchase, disposition and sale of such articles; to acquire and conduct, maintain and operate stores, depots, plants and offices for the purchase and sale of general merchandise; to purchase, acquire, improve, develop, lease, exchange, buy, sell, mortgage, convey, invest, dispose of, receive, use, occupy, trade and otherwise deal in any and all kinds of real or personal property and any right, title or interest therein and thereto, in such place or places in the United States and foreign countries as shall from time to time be found necessary or convenient for the purposes of the company's business, and in connection therewith to enter into, make, perform and carry out contracts of every kind not contrary to the law, with any person, firm, association or corporation.

3. To apply for, purchase or otherwise acquire and use, operate, sell, assign, transfer and otherwise dispose of processes, formulas, patents, licenses, trademarks, copyrights and other rights in any and

all inventions, improvements, processes, formulas, patents, copyrights, licenses and trademarks, whether secured or not under letters patent of the United States or of any other state, or to use, work, or develop the same in the conduct of any business, manufacturing or otherwise, in any part of the United States or any foreign country.

FORM 137.

Biscuits, Crackers, Cakes, etc.

(NATIONAL BISCUIT COMPANY.)

Third. The objects for which the said corporation is formed are to manufacture, buy, sell and export biscuits, crackers, cakes, Italian paste, confectionery and other food products and to acquire and dispose of shares of the capital stock of other corporations organized in this state or elsewhere for similar purposes, or purposes incidental thereto, and to do and transact all lawful business incidental to all or any of the above-mentioned objects.

Fourth. The total amount of the capital stock of the corporation is fifty million dollars. The number of shares into which the same is divided is five hundred thousand, of a par value of one hundred dollars each. Two hundred thousand of said shares are to be preferred stock and three hundred thousand of said shares are to be common stock. The holders of such preferred stock shall be entitled to receive cumulative dividends at the rate of seven per cent per annum, payable at such time or times in each year as shall be required by the by-laws, from the surplus or net profits arising from the business of the company, before any dividend shall be set apart or paid upon said common stock. Should the surplus or net profits arising from the business of the corporation prior to any dividend day be insufficient to pay the dividend on preferred stock, such dividend shall be payable from future profits, and no dividend shall at any time be paid upon the general or common stock until the full pro rata amount of seven per cent. per annum up to that time upon all preferred stock shall have been paid or set apart. The holders of preferred stock shall be entitled to no dividend beyond the seven per cent aforesaid. Should any part of said surplus or net profits remain after the payment of said pro rata dividend upon said preferred stock, such remainder may be applied to the payment of a dividend upon the general or common stock.

The board of directors shall have power to fix the amount to be reserved as a working capital.

The amount with which said company will commence business is five thousand dollars, all of which shall be common stock, and which is divided into shares of the par value of one hundred dollars each.

FORM 138.

Blast Furnaces.

To build, own, run and operate blast furnaces for the purpose of manufacturing coke from coal and to make and manufacture gas from coal for the purpose of furnishing heat and hot air for the melting of iron, lead and any and all other metals.

FORM 139.

Blooded Stock.

To keep for sale and sell, own, import and export blooded live stock of all kinds and to own, lease, to have and hold lands, farms and barns and buildings for the purpose of keeping, breeding and raising blooded stock, such as horses, cattle, sheep, hogs and goats and to keep and maintain breeding stables for the purpose of breeding blooded stock, and doing all things necessary and proper in connection therewith.

FORM 140.

Blue-Prints.

To make, manufacture and sell blue-prints and blue-print paper, the apparatus involved in the production thereof and all instruments, apparatus, materials, specialties and supplies for the use of architects, engineers and draughtsmen.

FORM 141.

Bone Dust Manufactory.

To manufacture, sell and deal in bone dust, and to own and operate a plant and factory for the purpose of manufacturing, for sale, bone dust as a fertilizer; and to purchase, keep on hand, and use the proper and necessary material out of which bone dust may be made and man-

ufactured, and to own, run, manufacture and operate a plant and factory with all necessary engines, boilers, fixtures, machinery and appliances proper and useful in connection with the making and manufacturing of such bone dust and to buy and sell generally bone dust already manufactured.

FORM 142.

Boom.

To make, own and operate a boom and to transport, convey and float logs, timbers and sawlogs, and to purchase and own timber and timber lands from which to cut logs, sawlogs and timber and convey by water and otherwise to sawmills for the purpose of sawing them into lumber, timber, masts and all other forms for use as merchandise and to own, and operate sawmills in the necessary yards for the purpose of sawing logs into lumber and to own and operate dry kilns for the purpose of drying such lumber and timber when used and to conduct a general lumber, sawmill and timber business and to sell all the products of such sawmill, and to sell logs, timber and sawlogs to the operators of sawmills.

FORM 143.

Boot and Shoe.

To carry on the business of boot and shoe makers and dealers, and to manufacture, buy, sell, import and export and deal in boots, shoes, leather and leather goods of all kinds, blacking, varnish and other preparations for boots or leather, lasts, boot stretchers, bootjacks, button-hooks, laces, fastenings, buckles and all other accessories.

FORM 144.

Boot and Shoe Machinery.

Buying, selling, patenting, developing, repairing and exchanging shoe working and all other kinds of machinery, together with such other articles as usually accompany and form a part of the aforesaid business, also the buying, selling and developing of patents on machinery.

FORM 145.

Boxes and Trunks.

To buy and sell or otherwise to deal or traffic in boards, logs, wood and timber, cut or standing, and to manufacture any and all of the same into boxes, trunks or any other articles, and to sell or otherwise deal or traffic in any and all of said boxes, trunks or other articles when made.

FORM 146.

Brandies.

1. To carry on the business of manufacturers, distillers and dealers in brandies, wines and liquors of every class and description.

2. To manufacture, buy, sell, export, import, store, warehouse and generally deal in brandies, wines, whiskey, malt liquors, gin, spirits and beverages of all kinds and their products and by-products of every nature whatsoever.

3. To carry on the general business of distilling and rectifying brandies, wines, whiskey and liquor, and the blending of gins and whiskeys of all classes and description and generally deal in grain, sugar, molasses and all liquors used in connection with the operation of a distillery.

4. To manufacture, buy, sell, import and export machinery for the manufacture, distillation and rectification of liquors of every class and description.

5. To build, operate and maintain warehouses, bonded or otherwise, and to do a general warehouse business.

6. To issue, register and certify warehouse receipts.

7. To manufacture, buy, sell and deal in ice.

FORM 147.

Breeders.

1. To carry on the business of breeding, raising, training, buying, selling, importing and exporting horses.

2. To conduct any and all manner of business permitted at fairs and racecourses, and in general to do any and all things in accordance with law that may directly or indirectly be connected with the raising of horses.

3. To keep careful lists of the most celebrated horses of all noted breeds, and their pedigree and distinguishing characteristics, and to publish from time to time every kind of information on such subjects of interest to horsemen.

4. To buy, sell, raise and handle live stock of all kinds and description.

FORM 148.

Brewing.

1. To purchase, acquire, hold, develop, improve, operate, control, manage or otherwise turn to account; to grant, sell, mortgage, exchange or otherwise dispose of and to deal in, breweries, or other properties which are or may be used in connection with the manufacture and distribution of malt or other beverages; or which may be used in connection with the business of dealing in malt or hops; and in the products thereof; saloons and other properties, which are or may be used for selling at retail or wholesale, of malt and other beverages; and in general all kinds of real and personal property, wheresoever situated; and rights, privileges or interests therein which are or may be used in connection with the business above described, or which may be in any way related thereto.

2. To carry on and conduct in any state of the United States and elsewhere the business of manufacturing, brewing, bottling, buying, selling and generally dealing in all kinds of ale, beer, porter and other beverages; and of dealing in malt and hops and the products thereof; and in all other materials used in connection with the business of manufacturing the beverages aforesaid.

3. To purchase and acquire the good will and any part or all the rights, property and business of any person, firm, association or corporation, or the stock, bonds or other obligations of any such association or corporation heretofore or hereafter engaged in any business similar to the business of this corporation; and to pay for the same in cash or in the stock or bonds of this company, or in any other manner, and to take, hold, mortgage or in any way dispose of the whole or any part of the property purchased; and to pledge or hypothecate any of the stock, bonds or other obligations purchased as security for any obligation of this corporation; and to assume in connection with such purchase or sale any liability of any such person, firm, association or corporation; and to conduct the business thus acquired, provided such business is one of those authorized by law.

4. To purchase, acquire, hold and dispose of the stocks, bonds or other evidences of indebtedness of any corporation, domestic or foreign, and to issue in connection with such purchase or acquisition the stock, bonds or obligations of this corporation, and while the owner thereof to possess and exercise in respect thereto all the rights, powers and privileges of individual owners of such stocks, bonds or other evidences of indebtedness.

5. In connection with and incidental to the foregoing, to acquire, manufacture, hold, sell and generally deal in goods, wares and merchandise, and real and personal property of every kind and description.

6. To construct, operate, sell, lease, mortgage or otherwise dispose of and turn to account any and all breweries or other buildings, plants and establishments of every kind and character, incidental to or connected with any portion of the business above enumerated.

7. To acquire, lease, mortgage and sell licenses for the sale of malt and other beverages, and to hold, use, operate and turn the same to account, and to acquire, sell, mortgage or otherwise convey any and all inventions, devices, machines, improvements and processes, and any and all letters patent and trademarks of the United States and of any other countries thereupon, and all rights connected therewith or appertaining thereunto.

8. To make loans and advances, either with or without security of any kind, and to guarantee and endorse the notes, bonds, securities, obligations and accounts of other corporations, firms and individuals, so far as necessary and proper in connection with its said business.

9. To raise money to any amount permitted by law, and for that purpose to issue and sell notes, bonds, debentures, collateral certificates or other obligations of any nature; and to secure the same by mortgage or lien of any kind upon any of the property, real or personal, of this corporation or any portion thereof, or by the hypothecation as collateral security of any stocks, bonds or other obligations of corporations which may be acquired by it.

10. To enter into and carry out any contracts and agreements in relation to the business aforesaid with any person, firm, association, corporation, government or governmental agency which may be necessary, proper and lawful.

11. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes or for the attainment of any of the objects or for the exercise of any of the powers herein set forth, whether herein specified or not, either alone or in connection with other firms, individuals or corporations, either in this state or throughout the United States, and elsewhere, and to do any other act or acts,

thing or things incidental or pertinent to or growing out of or connected with the business hereinbefore described, or any part or parts thereof, if not inconsistent with the laws under which this corporation is organized.

FORM 149.

Brick.

To manufacture, buy, sell, import and export, or in any manner trade or deal in and with any and every kind of bricks, concrete, stone and building materials, enamelings, goods and merchandise, and for that purpose, to purchase, own, charter and operate steamboats, steam tugs, barges, and other boats, also to take, acquire, purchase, hold, own, rent, exchange, mortgage, improve, cultivate, develop and otherwise deal in and dispose of any and all property real and personal, of every description, incident to or capable of being used in connection with the aforesaid businesses, or any of them.

FORM 150.

Brick Makers.

To carry on the business of manufacturers of bricks, tiles, pipes, pottery, earthenware, china and terra cotta, and ceramic ware of all kinds.

To carry on the business of pavers and manufacturers of and dealers in artificial stone, whether for building, paving, or other purposes.

FORM 151.

Bridge Builders.

1. To manufacture and sell bridges and bridge and structural work; to buy, sell, manufacture and trade in steel, iron and other metals and their by-products, and to store and transport the same.

2. To construct, acquire, maintain, work or operate, lease, sell or otherwise dispose of any lands, appurtenances, plants, business, good will, mills, furnaces, factories, engines, boilers, machinery, apparatus, tools, appliances and conveniences.

3. To buy, sell, manufacture and trade in structural iron and steel, plates, materials, supplies or articles made partly or wholly from metal of any kind.

4. To buy, sell, manufacture and trade in such other raw materials, products or merchandise as may be conveniently or advantageously used or sold in connection with said business in any of its branches or otherwise.

5. To apply for, purchase, acquire, hold, own, use, operate, sell, assign or dispose of any or all inventions, improvements and processes used in connection with or secured under letters patent of the United States, or other countries, or otherwise, and to acquire or grant licenses and rights in respect thereof, or otherwise; and, with a view to the working or development of the same, to carry on any similar business, whether manufacturing or otherwise, calculated, directly or indirectly, to effectuate the objects of such corporation.

FORM 152.

Brokers.

To buy and sell municipal bonds, mortgages, debentures, trust receipts, commercial paper, consols and governmental securities, but not to engage in banking business in any manner.

FORM 153.

Bronze.

To manufacture and deal in silicon and aluminum and other bronzes, all kinds of metal and metallic compounds, articles composed wholly or in part of metal, electrical supplies, and to purchase, hold, sell, exchange, lease, pledge and mortgage, either directly or indirectly, through agents or trustees, real estate, personal assets, patents, patent rights and other rights, easements, interests, stocks and franchises in such manner as may be advantageous or convenient in the prosecution of its business, which are authorized by the statute laws of the state.

FORM 154.

Brooms.

To manufacture and deal in brooms of all classes and descriptions: to manufacture, buy, sell, import, export and generally deal in brooms, broom corn, broom hangers, binding twine, binding wire and all other

articles suitable for use in such manufacture; also to deal in such other goods, wares and merchandise as are usually manufactured or dealt in by manufacturers and dealers in a similar line of business.

FORM 155.

Brushes.

To manufacture, buy, sell, export and import, and deal in all kinds of brushes, brooms and dusters and hardware; to purchase, manufacture and dispose of, by sale or otherwise, other articles incident to the making of said brushes, brooms and dusters; to acquire and hold, sell or otherwise dispose of such real estate or other property as the business of the company may require, and in general to perform all the acts incident to such a manufacturing corporation.

FORM 156.

Builders and Contractors.

1. To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of houses, factories, buildings, works or erections of every kind and description whatsoever, including the locating, laying out and constructing of roads, avenues, docks, slips, sewers, bridges, wells, walls, canals, railroads or street railways, power plants, and generally in all classes of buildings, erections and works, both public and private, or integral parts thereof, and to perform engineering and architectural work, including the preparation of plans and specifications in expert work, as acting and consulting and superintendent engineers and architects, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.

2. To manufacture, buy, sell, trade and deal in all and every kind of material, product, manufactured or unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, including the quarrying of stone, to buy, acquire, hold, use, employ, mortgage, convey, lease and dispose of patent rights, letters patent, processes, devices, inventions, trademarks, formulas, good will and

other rights; to take, acquire, buy, hold, own, maintain, work, develop, sell, convey, lease, mortgage, exchange, improve and otherwise deal in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to lend money on bonds secured by mortgage and real property and to make advances from time to time on bonds secured by mortgage for future advance on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

3. To purchase, acquire, hold and dispose of stocks, bonds and other obligations including judgments, interest, accounts or debts of any corporation, domestic or foreign (except moneyed or transportation or banking, or insurance corporations) owning or controlling any articles which are or might be or become useful in the business of this company, and to purchase, acquire, hold and dispose of stocks, bonds or other obligations including judgments, interests, accounts or debts of any corporation, domestic or foreign (except moneyed or transportation or banking or insurance corporations) engaged in a business similar to that of this company, or engaged in the manufacture, use or sale of property, or in the construction or operation of works necessary or useful in the business of this company, or in which, or in connection with which, the manufactured articles, product or property of this company may be used, or of any corporation with which this corporation is or may be authorized to consolidate according to law, and this company may issue in exchange therefor the stock, bonds or other obligations of this company.

4. To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of buildings or machinery stores or works, in so far as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.

5. To acquire and carry on all or any part of the business or property of any company engaged in a business similar to that authorized to be conducted by this company, or with which this company is authorized under the laws of this state to consolidate, or whose stock the company under the laws of this state and the provisions of this certificate is authorized to purchase and to undertake in conjunction therewith, any liabilities of any person, firm, association or company described as aforesaid, possessing of property suitable for any of the purposes of this company, or for carrying on any business which this

company is authorized to conduct, and as for the consideration for the same to pay cash or to issue shares, stocks or obligations of this company.

6. Subject to the limitations herein prescribed and the statutes of this state, to purchase, subscribe for or otherwise acquire and to hold the shares, stocks or obligations of any company organized under the laws of this state or of any other state, or of any territory of the United States, or of any foreign country, except moneyed or transportation or banking or insurance corporations, and to sell or exchange the same, or upon the distribution of assets or divisions of profits, to distribute any such shares, stocks or obligations or proceeds thereof amongst the stockholders of this company.

7. Subject to the limitations herein prescribed and the requirements of the statutes of this state, to borrow or raise money for any purposes of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

8. Subject to the limitations herein prescribed and the requirements of the statutes of this state, to guarantee the payment of dividends or interest on any shares, stocks, debentures or other securities issued by, or any other contract or obligation of, any corporation described as aforesaid, whenever proper or necessary for the business of the company, and provided the required authority be first obtained for that purpose, and always subject to the limitations herein prescribed.

9. And further to do and perform and cause to be done or performed each, any and all of the acts and things above enumerated, and any and all other acts and things in so far as the same may be incidental to or included in any or all of the general powers given, always provided on the grant of the foregoing enumerated powers is upon the express condition precedent, that the various powers above enumerated shall be exercised by said company only in case the same are authorized to be exercised by the acts above recited under which said company is organized, and the same shall be exercised by said company only in the manner and to the extent that the same may be authorized to be exercised under the said acts above recited under which it was organized. The said corporation may perform any part of its business outside the state of ———, in the other states or colonies of the United States, in Cuba and foreign countries.

FORM 157.

Building.

Carrying on a general building and construction business and manufacturing and dealing in builders' supplies.

Making, entering into, performing and carrying out contracts for constructing, altering, decorating, maintaining, furnishing, fitting up and improving buildings of every sort and kind; advancing money to and entering into contract and arrangements of all kinds with builders, property owners and others; carrying on in all their respective branches the businesses of builders, contractors, decorators, dealers in stone, brick, timber, hardware, and other building materials or requisites.

FORM 158.

Building and Development.

Carrying on the business of building railways, houses, turnpikes, public and private highways and roads, draining, reclaiming and improving submerged, swampy or other lands; cultivating any and all kinds of crops, selling and utilizing the same for manufacturing products therefrom; buying, selling and dealing in merchandise.

FORM 159.

Building Contractors.

1. To make, enter into, perform and carry out contracts for constructing, altering, decorating, maintaining, furnishing, fitting up and improving buildings of every sort and kind; to advance money to and enter into contracts and arrangements of all kinds with builders, property owners and others; to carry on in all their respective branches the business of builders, contractors, decorators, dealers in stone, brick, timber, hardware and other building materials or requisites to purchase for investment or resale, and to sell houses, lands, real property of all kinds and any interest therein, and generally to deal in, sell, lease, exchange or otherwise deal in lands, buildings and any other property, whether real or personal.

2. And for that purpose to purchase, own or charter and operate steamboats, steam-tugs, barges and other boats, and to own, hold, buy, sell and deal in real estate requisite or convenient for such business, and to do any and all other acts incident to or connected with such business.

FORM 160.

Building Materials.

To manufacture, buy, sell, deal and trade in any and every kind of brick, stone, cement and building materials, goods and merchandise by land or water, and for that purpose to purchase, own or charter and operate steamboats, steam-tugs, barges and other boats, and to own, hold, buy, sell and deal in real estate requisite or convenient for such business, and to do any and all other acts incident to or connected with such business.

FORM 161.

Business College.

To teach at its place of business and by correspondence both sexes in the arts, sciences or studies relating to bookkeeping, stenography, telegraphy, typewriting, manifolding, commercial law, civil engineering, mechanical engineering, electrical engineering and whatsoever belongs to a thorough business, commercial or technical education.

FORM 162.

Butchers.

1. To manufacture, buy and sell all kinds of food and food products.

2. To carry on the business of wholesale and retail dealers in meat and meat products, and to operate in connection therewith slaughter-houses, stock yards and live stock farms and ranches; also to operate and maintain cold storage warehouses, plants and all buildings necessary or expedient for carrying on the aforesaid business.

FORM 163.

Buttons.

1. To manufacture, buy, sell, import, export and generally deal in buttons and all products necessary or useful in the business of button manufacturing.

2. To purchase or otherwise acquire letters patent of the United States or of foreign countries, together with all extensions or renewals

of the same, covering the manufacture of buttons and button machinery, also to buy, manufacture and keep in stock for purposes of sale such goods, wares and merchandise as are usually manufactured by and dealt in by manufacturers and dealers in a similar line of business.

FORM 164.

Canning.

To own, operate, run and manage a canning factory, and to own real estate, buildings, structures and all the necessary machinery and appliances for running and operating a canning factory for the purpose of canning and preserving fruit and vegetables, any such articles, fruit and vegetables as corn, pumpkin, beans, peas, apples, cherries, peaches, pears, plums, and such like fruit, products and vegetables; and to own and hold by lease or otherwise farming lands from which to produce and raise such articles, vegetables and fruit; and to furnish and supply farmers, gardeners and such laborers and workmen with seed and seeds of such vegetables with which to grow and produce such vegetables and products to be sold, canned and preserved, and to deal in canned goods of its own product and to buy and sell all such canned goods generally and to sell and dispose of all by-products made and resulting in the operation of such a canning factory and doing all things necessary and proper in running and operating such a factory.

FORM 165.

Car Builders.

To manufacture, buy, lease or otherwise acquire, equip, construct, alter, repair, maintain, operate and sell steam, electric or cable cars, and to manufacture, buy, lease, or otherwise acquire, construct, alter, repair and sell all apparatus, appliances, devices, machinery and materials for use in operating, constructing or maintaining steam, electric or cable cars, or used in constructing, operating or maintaining any line of railway, steam or electric lines or otherwise, or the stations, terminals or equipment thereof.

FORM 166.

Carbon Engines.

To manufacture, buy, sell, import, export and deal in carbon engines and all kinds of machinery, tools and implements incidental to the

development of new and useful mechanical devices, and to obtain letters patent thereupon: to acquire letters patent, domestic and foreign, for the right to construct machines upon which patents have already been issued and applied for.

FORM 167.

Carpet Cleaning.

To engage in the business of cleaning carpets, rugs and floors and the interior decorations and furniture of houses and buildings by sanitary dust removing machinery, utilizing a compressed air and vacuum process, with the right to manufacture, purchase, sell and install machinery therefor.

FORM 168.

Cash Registers.

To manufacture, buy, sell and deal in cash registers, check printing registers, tape printing registers, autographic registers, adding machines, calculating machines, registering machines and any and all similar registers, machines, apparatus and devices; and to do all acts and things and to transact all business necessary or proper in connection with the said objects, or incidental thereto, or in any wise connected therewith; and, in general, to carry on any other business, whether manufacturing or otherwise, for the furtherance of the said objects.

FORM 169.

Cattle.

To breed, raise, import, export and deal in cattle and live stock of all kinds, and to carry on a general cattle, grazing and agricultural business.

FORM 170.

Cement.

1. To manufacture, sell and deal, export and import any kind of cement, lime and brick or other building material, and to manufacture, deal in, buy and sell and lay sidewalks and pavements and drain sewers and other kinds of pipes, and to deal in any and all other ma-

terials of a like nature or connected with such business, and to buy, sell, own, hold and deal in any and all real estate incident or convenient to the doing of such business, and for that purpose to purchase, own or charter and operate steamboats, steam-tugs, barges and other boats, and to own, hold, buy, sell and deal in real estate requisite or convenient for such business, and to do any and all other acts incident to or connected with such business.

2. To manufacture, sell and deal in Portland cement, and all kinds of natural and other cement, lime, limestone, calcined and other plasters and artificial stone, and to erect or acquire by purchase, lease or otherwise, manufactories, kilns and buildings; to establish and maintain and operate manufactories, kilns, warehouses, agencies and depots for manufacturing and storing its cement and other products, and for the sale and distribution, and to transport, or cause the same to be transported, as articles of commerce, and to do any and all things incidental thereto and necessary and proper to be done in connection with the business of trading and manufacturing as aforesaid.

3. To manufacture, prepare, buy, sell, import, export and deal in cement, Portland or otherwise, lime, limestone and all kinds of plasters and artificial stone.

4. To build, buy, lease or otherwise acquire manufactories, plants, buildings and warehouses suitable for the manufacture, selling and storing of cement and other products of a similar nature.

5. To manufacture and deal in such other goods, wares and merchandise as are usually manufactured and dealt in by those engaged in a similar line of business.

FORM 171.

Cereals.

To buy, sell, store, warehouse, deal in and handle in every manner, wheat, corn, oats, grains and cereals of every description, and to grind, mill and convert the same into the various products thereof. To own, lease or otherwise hold elevators, mills, granaries and structures of every nature and kind for the storing, handling, utilization and sale of oats, grains, cereals and agricultural products of every nature and kind. To carry on a milling and manufacturing business and the business of transporting agricultural products of every nature and kind. To manufacture, buy, sell, and deal in agricultural machinery and milling machinery, and machinery for handling oats, grains, cereals and all agricultural products and machinery for converting agricultural products of all kinds into their various products and by-products.

FORM 172.

Chemicals.

To manufacture, buy, sell, deal in and use alkalies and chemicals of all kinds and all articles and things used in the manufacture, maintenance and working thereof, and also all apparatus and implements and things for use either alone or in connection with the products of which they are ingredients, or in the manufacture of which they are a factor.

FORM 173.

Chemists and Druggists.

1. To carry on the business of chemists, druggists, chemical manufactures, importers, exporters, manufacturers and dealers in chemical, pharmaceutical, medicinal and other preparations and chemicals.

2. To buy, sell, manufacture, refine, manipulate, import, export and deal in all substances, apparatus and things capable of being used in connection with any such business as aforesaid, either by wholesale or retail; to construct, maintain and alter any building, works or mines necessary or convenient for the purposes of the company.

FORM 174.

Cigars.

To manufacture and sell cigars; to purchase, acquire and hold property, buildings, machinery and appliances, and to purchase, acquire and keep on hand raw material, all to be used in the manufacture and sale of cigars; the same to be manufactured under different brands and in different qualities according to the condition and quality of the raw material; and to manufacture and prepare all refuse and raw material not used in the manufacture of cigars into commercial commodities; and to sell at wholesale and retail all such manufactured cigars and other products; and to do a general mercantile business in the manufacture and sale of cigars and of the products of tobacco which from its form and quality cannot be profitably made into cigars.

FORM 175.

City Buildings.

1. To acquire by purchase, lease, exchange or otherwise, land situate in the city of ——— and its neighborhood, and any estate or in-

terest therein, and any rights over or connected with land so situate, and to turn the same to account, as may seem expedient, and in particular by preparing building sites, and by constructing, reconstructing, altering, improving, decorating, furnishing and maintaining offices, flats, houses, factories, warehouses, shops, wharves, buildings, works and conveniences of all kinds, and by consolidating or connecting or subdividing properties, and by leasing and disposing of the same.

2. To manage land, buildings and other property situate as aforesaid, whether belonging to the company or not, and to collect rents and income, and to supply to tenants and other attendance, messengers, light, heat and power, and all other conveniences, electric or otherwise, and other advantages.

3. To acquire and take over any business or undertaking carried on, upon or in connection with any land or building which the company may desire to acquire as aforesaid or become interested in, and the whole or any of the assets and liabilities of such business or undertaking, and to carry on the same, or to dispose of, remove, or put an end thereto, or otherwise deal with the same as may seem expedient.

4. To establish and carry on, and to promote the establishment and carrying on, upon any property in which the company is interested, of any business which may be conveniently carried on upon or in connection with such property, and the establishment of which may seem calculated to enhance the value of the company's interest in such property, or to facilitate the disposal thereof.

5. To assist financially or otherwise builders, tenants and others who may be willing to build on or improve any land or buildings in which the company is interested.

FORM 176.

Civil Engineering.

Carrying on the business of civil engineering and surveying, making plans and estimates of land and structures, including the development and application and use of the plans and surveys of the firm of A and B composed of A and B, and the plans and surveys of A.

FORM 177.

Clay.

To mine, quarry, excavate and bore for silica rock, silica sand, kaolin clay and other minerals and substances incidentally developed;

the manufacture of the same into brick, tile or other manufactured products, and the sale thereof in crude or manufactured form, and to extent required in such business, the purchase, sale and lease of real estate.

FORM 178.

Cleansing and Renovating.

To clean and renovate carpets, rugs, curtains and furniture and all and every kind of furnishings whatsoever used in and about dwelling houses, offices, stores and buildings by means of compressed air, vacuum cleaners or otherwise, and to manufacture and install plants for cleaning and renovating by means of compressed air or otherwise.

FORM 179.

Cloth.

Buying, selling, manufacturing and dealing in rubber, cotton, wool, silk, flax and all fibrous materials, and rubber, cotton, woolen, silk, flax and all fibrous goods and fabrics, and in goods and fabrics into which rubber, cotton, wool, silk, flax or any fibrous material enters as a component part, and the manufacture, repair, purchase, sale and dealing in machinery, tools and appliances which are or may be used in buying, selling, manufacturing and dealing in said materials, goods and fabrics.

FORM 180.

Clothing.

1. To manufacture and deal in clothing and wearing apparel of every description, and any other articles which may be conveniently or advantageously handled in conjunction with the business aforesaid.

2. To engage in the manufacture, purchase, sale, export and import of woolen and cotton and other fabrics of all kinds, and any and all materials used in the manufacture of clothing and wearing apparel or articles usually dealt in therewith or in connection therewith.

FORM 181.

Coal.

1. To buy and sell, deal in, export or import coal, coke and wood and similar combustible material, and to act as the agent of any indi-

vidual or individuals, natural or artificial, in buying, selling or dealing for them in such materials and to engage in the business of handling, buying, selling and dealing in and with coal for them on their account, and for the purpose of such business to own or rent or otherwise use or occupy storehouses, docks, piers, boat and barges and any real estate necessary to the carrying on of the said business.

2. To buy and sell bituminous and semi-bituminous coal, and to act as the agent of coal companies in selling their coal, and to make contracts with coal companies in reference to handling and selling their coal on such terms as may be agreed upon, and for the purpose of handling coal, to own or rent storehouses, docks, piers and any real estate necessary to the carrying on of the said business.

FORM 182.

Coal Briquette.

To manufacture, buy, sell, deal in and deal with coal briquettes; to mine, buy, sell, deal in and deal with coal and other minerals, and to manufacture and sell coke and its by-products; to acquire by purchase, lease or otherwise coal mines, coal lands, coal properties, mineral and mining rights; to manufacture, purchase or otherwise acquire, hold, own, mortgage, lease, assign, transfer, invest, deal in and deal with and trade in goods, wares, merchandise and property of every class and description.

FORM 183.

Coffee.

To purchase, sell, cure, ripen, polish, brown, raise, cultivate or in any manner deal, treat, cure or handle coffees.

FORM 184.

Cold Storage.

1. To preserve in cold storage and generally deal in all kinds of food products of a perishable nature or otherwise.

2. To manufacture, buy, sell and deal in ice. To buy, sell, store, import and export fruit, fish, butter, milk, and all kinds of food products, whether animal or vegetable.

3. To operate and maintain stores, buildings, warehouses, depots or wharves for the carrying on of any of the aforesaid lines of business.

FORM 185.

Collection Agency.

To maintain and carry on a general collection agency for the collection of debts, and act as agent for creditors and other claimants in the collection and settlement of debts and claims.

FORM 186.

Colliery.

To purchase, lease and otherwise acquire, exchange, hold and develop coal lands and other real estate and property necessary and convenient for the purpose of organization and business of the corporation, and of mining coal and such other minerals as may be incidentally developed, and manufacturing coke and other products of such minerals, and of shipping and selling the same, and of purchasing, acquiring, erecting, hiring and maintaining all rolling stock, boats, barges, plant and machinery and other property necessary and convenient for the carrying on of said business, with the right to sell, lease or release any or all of this real estate by vote of its directors, without the consent of its stockholders.

FORM 187.

Colonization.

To organize, found, establish, locate and encourage a colony in the county of ———, state of ———; and for the purpose of encouraging, aiding, assisting and providing for such colony to plant, grow and cultivate tobacco, oranges, sugarcane, coffee and all kinds of fruits and vegetables; to carry on the business of mining and quarrying of marble, stone, minerals and metals; to cut timber and deal in lumber, and to buy, sell, import, export or generally deal in all of the above fruits, vegetables, marble, stone, minerals, metals, timber or lumber; to build, establish or maintain a canning factory, and to buy and sell canned goods; to establish, operate and conduct a hotel, store, packing house, warehouse or sawmill; to raise, buy, sell and deal in cattle, and generally to engage in the business of a planter; to deal in, buy, sell, acquire, lease, sublet or farm let real estate, and to plant, improve and develop the same by the erection of houses or buildings thereon, and to do such other lawful acts therein as may be needful

or desirable in and about the said improvement or development thereof, and generally to conduct the business of a real estate agent, and to hold said real estate and own the same by purchase or otherwise; to build, maintain or acquire boats or vessels for the despatch and convenience of any of the business aforesaid.

FORM 188.

Commission Merchants.

1. To act as agent or representative of corporations, firms and individuals.

2. To do a general business as commission merchant, selling agent and factor under del credere commission in the manner and to the same extent as natural persons could do.

3. To carry on any or all business as manufacturers, producers, merchants, wholesale and retail, importers and exporters, generally without limitation as to class of products and merchandise, but especially of cotton and linen goods of every class and description, and to manufacture, produce, adapt, prepare, buy, sell and otherwise deal in any materials, articles or things required in connection with or incidental to the manufacture and production of and dealing in cotton and linen goods.

4. To make and enter into all kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of, either as principal or agent, upon commission or otherwise, cotton and linen goods of all kinds, and any article of personal property whatsoever, and generally with full power to perform any and all acts connected therewith or arising therefrom, or incidental thereto, and any and all acts proper or necessary for the purposes of the business.

5. To carry on and undertake any business, undertaking, transaction or operation commonly carried on or undertaken by merchants, commission men, factors, importers and manufacturers' agents, and in the course of such business to draw, accept, indorse, acquire and sell all or any negotiable or transferable instruments and securities.

6. To do a general commission merchant's and selling agent's business; to buy, sell, and otherwise dispose of, hold, own, manufacture, produce, export and import, and deal in either as principal or agent, and upon commission or otherwise, all kinds of personal property whatsoever, without limit as to the amount; to make and enter into all

kinds of contracts, agreements and obligations by or with any person or persons, corporation or corporations, for the purchasing, acquiring, manufacturing, repairing and selling and dealing in of any articles of personal property of any kind or nature whatsoever, and generally with full power to perform any and all acts connected herewith or arising therefrom or incidental thereto, and all acts proper or necessary for the purposes of the business.

FORM 189.

Concrete Construction.

1. To manufacture, buy, sell, import and export, install, erect and deal in concrete material and ingredients, to manufacture concrete and to erect, construct and build of any nature, kind or description of building or buildings of concrete or other materials.

2. To manufacture, purchase or otherwise acquire, deal in, hold, own, manage, sell, pledge, transfer or otherwise dispose of goods, wares, merchandise and property of any and every class and description.

3. To acquire the good will, rights and property of any person, firm, association or corporation, and to pay for the same in cash, the stock of this company, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased; or to conduct in any lawful manner the whole or any part of the business so acquired, and to exercise all the powers necessary or convenient in and about the conducting and management of such business.

4. To purchase or otherwise acquire, hold, own, mortgage, pledge, sell, assign, transfer and generally to invest, trade and deal in personal property of every class and description.

5. To buy, sell, deal in, lease, hold, or improve real estate, and the fixtures and personal property incidental thereto or connected therewith, and with that end in view, to acquire, by purchase, lease, hire or otherwise, lands, tenements or hereditaments or any interest therein, and to improve the same, and generally to hold, manage, deal with and improve the property of the company, and to sell, lease, mortgage, pledge or otherwise dispose of the lands, tenements and hereditaments or other property of the company.

6. To apply for, obtain, register, purchase, lease or otherwise to acquire and to hold, use, own, operate and introduce, and to sell, assign or otherwise dispose of, any trademarks, trade names, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere or other-

wise, and to use, exercise, develop, grant licenses in respect of or otherwise turn to account any such trademarks, patents, licenses, processes and the like, or any such property or rights.

7. To purchase, acquire, hold and dispose of any stock, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stock, bonds or other obligations, and, while owner of such stock, bonds or other obligations, to possess and exercise in respect thereof, all the rights, powers and privileges of the individual owners or holders thereof, and to exercise any and all voting power thereon.

8. To make, purchase, or otherwise acquire, deal in and to carry out any contracts for or in relation to any of the foregoing businesses that may be necessary and lawful under the act pursuant to which this corporation is organized.

9. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or in association with other corporations, firms or individuals, and every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business and powers or any part or parts thereof, provided that the same be not inconsistent with the laws under which this corporation is organized.

FORM 190.

Confectionery.

1. To purchase, manufacture, sell and deal in sugar, glucose, candy, confectionery, ice, ice cream, water ices, fruit syrups, chocolate, licorice, chewing gum, pop corn, and any and all articles consisting in whole or in part of sugar, glucose, candy or confectionery, chocolate, licorice, chewing gum and pop corn; to manufacture, purchase or otherwise acquire, hold, own, sell, assign and transfer, invest, trade and deal in goods, wares, merchandise, machinery, appliances and property of every class and description necessary or incident to the business of manufacturing, selling and dealing in sugar, glucose, candy, confectionery, ice, ice cream, water ices, fruit syrups, chocolate, licorice, chewing gum and pop corn and articles made from or containing the same.

2. To manufacture, buy, sell, export and import, deal in and deal with candy, sugar, syrup, nuts, fruits and confections of all kinds, and the raw material from which they are made and products made

therefrom, and all like or kindred products; to manufacture and prepare for market; to market and sell candy, syrups, nuts, fruits, confections and kindred products; and all other articles or products whatsoever used in their manufacture or otherwise, all materials, supplies and other articles, necessary or convenient for use in connection with and in carrying on the business herein mentioned or any part thereof.

FORM 191.

Construction.

1. To enter into contracts with persons, firms, and corporations for the construction of and the construction thereunder of buildings, public and private roads, streets, highways, railroads, street railroads, bridges, abutments, walls, arches, viaducts, wharves, piers, sewers, coffer-dams, docks, pile-driving, dredging, submarine work, construction of cold storage buildings, refrigerators, and refrigerator work, and the grading, paving, curbing and macadamizing streets, roads and highways and other construction work of a similar character and the furnishing of labor and material in the performance of such contracts and work.

2. To carry on the general business of contracting and construction in all its branches.

To build, erect, promote, construct, provide, acquire, repair, equip, carry out, maintain, develop, improve, operate, manage, control, take or lease, buy, sell, lease, let, license to use, work and dispose of water, gas and electrical works, tunnels, bridges, viaducts, dock, wharves, piers, roads, ways, reservoirs, aqueducts, watercourses, canals, hydraulic works, factories, warehouses, mills and other works and conveniences, and to that end to buy, own and dispose of real estate.

FORM 192.

Contractors and Builders.

1. To carry on the business of general contractors; to construct, equip, improve or work upon any or all kinds of roadways, tramways, railroads, railways, bridges, reservoirs, watercourses and wharves; to build, construct and repair sewers, tunnels and subways; to build, erect and repair plants for furnishing, by electricity or otherwise, light, heat and power; to install systems, machinery, appliances and devices for the generation, accumulation and distribution of electrical force and energy of every kind and nature; to purchase or otherwise acquire,

hold, operate, repair or license the use and disposal of systems for the equipment, operation and repairing of railways, railroads and tramways with any and all kinds of power by any means of transmitting and utilizing motive power not inconsistent with the laws of this state and to acquire any inventions and improvements relating thereto.

2. To carry on the business of building railways, houses, turnpikes, public and private highways and roads, draining, reclaiming and improving all kinds of farming and timber lands; locating, purchasing and selling and improving all kinds of farming and timber lands; locating, purchasing and selling town sites; cultivating any and all kinds of crops, selling and utilizing the same for manufacturing products therefrom; buying, selling and dealing in merchandise, and generally carrying on any business in connection with building or contracting.

FORM 193.

Co-operative Society.

Carrying on the trade of general dealers in household supplies on the co-operative plan; and serving as a means of training the workers at industrial self government, and agitating for the establishment of a universal co-operative commonwealth.

FORM 194.

Cordage.

To manufacture and sell cordage and binder twine, and any and all similar commodities, including the acquisition by purchase, manufacture or cultivation of all materials, supplies, machinery and other articles necessary or convenient for use in connection with and in carrying on the business of manufacture and sales as aforesaid; the taking, acquisition, buying, holding, owning, selling, leasing, mortgaging, improving, cultivating and otherwise dealing in and disposing of real estate, manufactories, buildings and improvements necessary or convenient in carrying on said business.

FORM 195.

Corn Products.

To manufacture glucose, sugar, starch, feeds, oils and other similar substances, and any and all of the products or by-products thereof, and articles consisting or partly consisting thereof.

To manufacture the products and by-products, mixtures and compounds of corn, sugar, feeds, rice, sorghum, sago, wheat and other cereals and vegetables, and any article consisting or partly consisting thereof.

To buy and sell or otherwise to deal or traffic in corn, feeds, rice, sorghum, sago, wheat and other cereals and vegetables, and any and all of the products and by-products thereof, and any mixtures or compounds thereof, and articles consisting or partly consisting thereof; and also to buy and sell or otherwise deal or traffic in glucose, starches, sugar, syrups, oils, chemicals and any and all of the products or by-products thereof, or any article consisting or partly consisting thereof, and any mixtures or compounds thereof. (From the certificate of incorporation of the Corn Products Company.)

FORM 196.

Correspondence School.

To establish an educational institution in which persons of both sexes may be taught by correspondence or otherwise, such branches of useful and practical knowledge as shall fit them for occupations requiring applied knowledge in the arts and sciences.

To impart instruction and conduct examinations in all branches of architecture, building, chemistry, civil, mechanical, electrical, mining and sanitary engineering; mechanical and free hand drawing and designing; painting, music, languages and literature, bookkeeping, stenography and all other branches and departments of human knowledge. To prepare, manufacture, sell and generally deal in books, maps, charts, lesson and examination papers, stationery, models, casts, drawings, engravings, instruments and school supplies of every class and description.

To prepare for publication, print, electrotype, bind, sell and distribute magazines, newspapers, pamphlets and publications of all kinds and to engage generally in the business of job and book printers, bookbinders, stationers, engravers and electrotypers.

FORM 197.

Cotton.

1. To buy, sell and deal in and with seed cotton, the ginning and cleaning of cotton and seed, the baling of cotton by any process, the manufacture, purchase, sale, export and import, and dealing in and

with machinery for the purposes named or connected therewith, and all business connected with and collateral thereto, including the selling, shipping and warehousing of the products.

2. To buy, sell, import, export, plant, raise, gather, gin and clean cotton; to bale cotton by hand or mechanical process; to build, operate and maintain warehouses, and to do a general warehouse business.

To manufacture, buy, sell, export, import and generally deal in machinery for the ginning, cleaning, baling and compressing of cotton and other fibrous materials.

To engage in the business of producing, buying, selling, importing and exporting cotton seed.

Also to manufacture, purchase, lease, or otherwise acquire, operate, and sell machinery for compressing cotton or other fibrous materials; and for the purpose of ginning and cleaning the same.

FORM 198.

Cotton Compress.

To manufacture, to operate and to sell machinery for compressing cotton or other fibrous materials; to manufacture, purchase or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and with goods, wares and merchandise and property of every class and description.

FORM 199.

Cotton Oil.

To carry on the trade or business of buying, selling, ginning, baling, adapting, preparing and otherwise dealing in seed cotton and any and all other kinds of cotton, and manufacturing, refining, producing, adapting, preparing, buying and selling, and otherwise dealing in cotton seed, and manufacturing, producing, adapting, preparing, buying and selling, and otherwise dealing in any and all the products derived from cotton seed, and utilizing any and all products and by-products derived from the operations of the plants of said corporation in such manner as may be advantageous or profitable, including the buying, selling, fattening and dealing in cattle; and also to manufacture, produce, purchase, adapt, prepare, use, sell and otherwise deal in any materials, articles or things required for, in connection with or incident to any of the purposes above mentioned.

FORM 200.

Cotton Plantations.

1. To manufacture from the cotton plant or other substances pulp, paper, chemicals and other material, and all or any articles consisting or partly consisting of pulp, paper, chemicals or other materials, and all or any products thereof.

2. To acquire, own, lease, occupy, use, improve, cultivate or develop any cotton plantations, wood lands, lands containing coal, iron or other ores, or other lands for any purpose of the company.

3. To gather, remove, mine or otherwise extract cotton plants, timber or other vegetation, coal, ores or other minerals from any lands owned, acquired, leased or occupied by the company, or from any other lands.

4. To buy and sell or otherwise to deal or to traffic in raw cotton, cotton plant, pulp, paper or chemicals, wood, lumber, coal, iron, ores and other minerals, and any of the products thereof and any articles consisting or partly consisting thereof.

5. To purchase, hire, make, construct or otherwise acquire, provide, maintain, equip, alter, erect, improve, repair, manage and work any private roads, private telegraph and telephone lines, bridges, piers, wharves, walls, reservoirs, flumes, watercourses, waterworks, aqueducts, shafts, tunnels, furnaces, coke ovens, crushing works, gas works, electric light and power plants, compressed air plants, chemical works of all kinds, concentrators, smelters, smelting plants and refineries, matting plants, warehouses, workshops, factories, dwelling houses, stores, hotels or other buildings, engines, machinery, implements and other works, conveniences and properties of any description in connection with or which may seem directly or indirectly conducive to any of the objects of the company, and to contribute to, subsidize or otherwise aid or take part in any such operations.

6. To charter, hire, build or otherwise acquire and maintain steamships and other vessels of any description, and private steam, compressed air, gravity or electric railroads and tramways, and to employ the same in the transportation of the company's raw material, product and supplies.

7. To buy, sell, manufacture and deal in machinery, implements, conveniences, provisions and things capable of being used in connection with manufacturing operations or any of the business of the company, or required by workmen and others employed by the company.

8. To buy, sell, hold, manage, lease, turn to account and otherwise acquire land and freehold estates and interests therein; and to lay off

realty into lots and blocks, streets, alleys and parks, and to dedicate such portion thereof to the public as the company may think proper.

FORM 201.

Cotton Yarn.

To carry on the business of cotton doublers, weavers, flax, jute spinners, linen manufacturers, cotton, flax, hemp, jute and wool merchants, wool combers and worsted spinners, woolen spinners, yarn merchants, worsted makers, stuff and silk manufacturers, bleachers and dyers, and makers of vitriol, bleaching and dyeing material, and to purchase, comb, prepare, spin and dye and deal in flax, hemp, jute, wool, cotton, silk and other fibrous substances, and to weave and otherwise manufacture, buy and sell linen, cloth and other goods and fabrics, whether textile, fiddled, netted or looped. (From the certificate of incorporation of the New England Cotton Yarn Company.)

FORM 202.

Cutlery.

To manufacture and generally deal in knives, scissors, razors, edged tools, surgical instruments and cutlery of all kinds and descriptions.

To manufacture and deal in leather goods and other products, but only so far as such articles may be necessary or desirable in the cutlery business.

FORM 203.

Dairy Products.

To manufacture, buy, sell and otherwise deal in and to export and import produce of all kinds, butter, oleomargarine and butterine; to establish, construct, maintain and operate refrigerating plants and plants for the manufacture of ice; to acquire, maintain and operate refrigerating cars and to do any and all things necessary or incident to the operation of the company in the premises.

And for that purpose to purchase, own, charter and operate steamboats, steam-tugs, barges and other boats, and to own, hold, buy, sell and deal in real estate requisite or convenient for such business, and to do any and all other acts incident to or connected with such business.

FORM 204.

Decorators.

1. To carry on the business of decorative work, consisting of constructing, decorating and furnishing houses, halls or rooms; the making, using and selling in the said business any kind of glass, and the buying and selling on commission or otherwise, exporting or importing, all manner and kinds of artistic objects for use or ornamentation, or any property used in the decoration or furnishing of buildings of any kind or nature.

2. To conduct and carry on a general house decorating and house decorative supply business; and in relation therewith to buy, sell and deal in wall paper, window shades and shading, draperies, curtains and other fabrics for decorative purposes, picture frames, mouldings, art goods and other furnishings, paints, leads, zincs, colors, varnishes, oils, japans, fillers and stains, and generally all goods, wares and merchandise incident to such business and appurtenant thereto.

FORM 205.

Dental Supplies.

Manufacturing, buying, selling and dealing in dental supplies and other merchandise; engaging in and carrying on the business of dentistry and every branch thereof; printing and advertising, and doing all other acts incident to or connected with the business of dentistry, or any branch thereof, or manufacturing, buying, selling or dealing in dental supplies or other merchandise.

FORM 206.

Department Stores (1).

1. To establish and conduct a general department store.

2. To carry on all or any of the business of dry goods merchants, dry goods manufacturers, furriers, haberdashers, hosiers, manufacturers, exporters and importers, wholesale and retail dealers of and in all kinds of fabrics, feathers, dresses, boot and shoe makers; manufacturers and importers and wholesale and retail dealers of and in leather goods, household furniture, ironmongery, china and glassware, crockery and other household fittings and utensils, ornaments, bric-a-

brace, stationery, notions and fancy goods; dealers in meats and provisions, drugs, chemicals and other articles and commodities of personal and household use and consumption; and generally of and in all manufactured goods, materials, provisions and produce and personal property.

3. To carry on any of the business of coach and carriage builders, saddlers, harnessmakers, house decorators, sanitary engineers, electrical engineers and contractors in all of the branches thereof, gasfitters, coal and wood dealers, land, estate and house agents, builders, contractors, auctioneers, cabinetmakers, upholsters, furniture removers, owners of depositories, warehousemen, carriers, storekeepers, manufacturers of and dealers in hardware, jewelry, plated goods, perfumery, soap, toilet articles of all kinds, and articles required for ornament, recreation or amusement, gold and silversmith, dealers in precious stones, watchmakers, newspaper proprietors, booksellers, dealers in musical instruments, manufacturers of and dealers in bicycles, tricycles and motor carriages and vehicles and sporting goods of all kinds; and also refreshment contractors, restaurant keepers, wine and liquor dealers, tobacconists and dealers in mineral, aerated water and other liquids; barbers and hairdressers, photographers and dealers in photographic supplies, printers, lithographers and engravers, dealers in domestic, trained and fancy animals.

4. To buy, sell, manufacture, repair, alter and exchange, let or hire, import or export, and deal in all kinds of articles and things which may be required for the purposes of any of the said businesses, or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable of being profitably dealt with in connection with any of the said businesses.

5. To provide and conduct refreshment rooms, newspaper rooms, reading and writing rooms, dressing rooms, telephones and other conveniences for the use of customers and others.

6. To grant to other persons or corporations the right or privilege to carry on any kind of business on the premises of the company on such terms as the company shall deem expedient or proper.

FORM 207.

Department Stores (2).

1. To establish and conduct general department stores.
2. To manufacture, buy, sell, distribute and deal in merchandise and provisions of every kind, nature and description.

3. To grant to other persons or corporations the right or privilege to carry on any kind of business in the premises of the company not prohibited by law, on such terms as the company shall deem expedient and proper.

4. To apply for, obtain, register, acquire, grant licenses under and dispose of rights in respect to manufacture, business or trade, including inventions, processes, patents, trademarks and trade names.

5. To conduct any or all of its business and to do one or more of the acts and things herein set forth as its purposes, outside of the state of ———, in such states, territories and dependencies of the United States and foreign countries as may be deemed by the corporation advisable, convenient or proper. And the corporation may have and maintain one or more offices outside of the state of ———, and may hold, purchase, lease, mortgage and deal in real and personal property of every kind outside of such state of ———.

FORM 208.

Distillers.

To carry on the general business of distilling spirits, including the distilling, redistilling and rectifying of wines, alcohol, spirits, gins and whiskies and liquors of all kinds and descriptions, and dealing in the same and the by-products thereof throughout the United States and elsewhere; also malting and dealing in malt, and the purchasing, acquiring, leasing, holding and disposing of such real estate and personal property as may be necessary or proper for the conduct of such business, and the doing of any other business incident to the main purpose of the corporation.

FORM 209.

Dock and Terminal.

To carry on the business of freighting, elevating, lighterage, storage, wharfage, warehousing, forwarding, docking, storing and berthing of ships, steam vessels, boats and every other kind of water craft; receiving, unloading, loading, transferring, storing, warehousing, elevating and forwarding by car, float, boat, and in any other way, all kinds of goods, wares, merchandise and any other commercial commodity or thing of value, and the doing of any act or thing connected therewith or incidental to such business, act or thing; erecting, constructing and

maintaining elevators, coal bins, pockets and chutes, bulkheads, piers, basins, floating and other docks, warehouses, terminal, transfer and other facilities, buildings for manufacturing and trafficking, the purchasing, acquiring and holding property, rights, privileges and franchises necessary or incidental to the convenient transacting and conducting of the aforesaid business, and of selling, leasing, mortgaging and conveying the same or any part thereof; the issuing of storage, dock and warehouse receipts negotiable and non-negotiable, covering all kinds of goods, wares, merchandise and any other commercial commodity or thing of value; the purchase and sale of ships, steamers, vessels and every kind of water craft, and all goods, wares, merchandise, or any other commodity or thing of value; the making and manufacturing of engines, boilers, launches, boats, water crafts of all kinds, or any other article or thing of value; the collection and receipt of dockage, wharfage and storage dues and other compensation; the loaning of money on the pledge of goods, wares, merchandise and other property received on storage, or for the purpose of being warehoused or forwarded upon the pledge of said goods, wares and merchandise or other property, or upon the pledge of storage, dock or warehouse receipts therefor.

FORM 210.

Draining.

To dig, construct and make drains, sewers, ditches and dykes, and to dredge, straighten, widen and deepen natural watercourses and to build dykes, ravines and dams, and to construct ditches and drains under contract and under the direction of public officers or courts for the drainage of wet lands, and to do and carry on a general ditching and draining business under contract received by bids or otherwise.

FORM 211.

Dredging.

To carry on the business of dredging in all its various branches; to buy, sell, manufacture, purchase, lease or otherwise acquire, own, maintain and operate docks, scows, lighters, derricks, vessels—steam or otherwise—engines, cars, wagons, tools and personal property of every class and description convenient or necessary in carrying on the business of dredging.

FORM 212.

Dressmakers.

To carry on the business of tailors, dressmakers, milliners and manufacturers and dealers in underwear and hosiery of every kind and description.

FORM 213.

Drilling.

To prospect, bore, drill for and produce oil and natural gas; to purchase, lease or otherwise acquire lands believed to contain oil and gas, and to erect and maintain thereon pumping and drilling stations, reservoirs, tanks, pipelines and other facilities and conveniences that may be necessary or required in and about said business.

FORM 214.

Drugs.

To purchase and operate retail and wholesale drug stores; to buy and sell, import, export and deal in at wholesale and retail all drugs, medicines, paints, chemicals, oils, dyestuffs, glassware, toilet and fancy articles, fancy goods, druggists' sundries, soaps, perfumeries, liquors, surgical instruments, appliances and apparatus, physicians' and hospital supplies, pharmaceutical and general merchandise and all other goods and other articles pertaining to the drug business; to operate soda water fountains and sell therefrom soda water and ice cream; to buy, sell and deal in cigars, cigarettes, tobacco, candies, toilet articles, liquors, and liquids and all other articles incidental to the drug business; to employ registered pharmacists and clerks for the purpose of carrying on the said business; to buy, sell and deal in medicines, patent or otherwise, to fill prescriptions; to lease stores; to buy, sell, exchange, mortgage, hire, let, lease or otherwise acquire and dispose of property for the purpose of operating drug stores, and to do all acts and things in connection with such business.

FORM 215.

Dry Goods.

To do a general dry goods and notions, jobbing and commission business; and generally to do a mercantile and dry goods business.

To carry on all or any of the businesses of manufactures, merchants, wholesale and retail, importers, exporters, generally without limitation as to class of products and merchandise, but especially of dry goods of every class and description, including laces, embroideries and white goods, linens, silks, notions, ribbons, handkerchiefs, gloves, curtains, textile fabrics of all kinds, household use and consumption.

FORM 216.

Electrical Business.

To carry on the business of electricians, electrical engineers and dealers in electricity and electromotive power, lighting and heating.

To manufacture, buy, sell, import, export and generally deal in electrical machinery of all classes and descriptions; also to produce, accumulate, distribute for hire electricity and electromotive force, and to supply the same for use as power for lighting, heating and motive purposes; to carry on the business of lighting cities, towns, villages, streets, buildings—public or private—by means of electricity, and to supply light and heating power to carriers of passengers and goods, either by land or water.

To construct, build, purchase, lease or otherwise acquire, maintain, equip, operate and build street railways, street cars and other passenger or freight vehicles operated by electricity or otherwise.

To manufacture, use, purchase, lease or otherwise acquire and maintain telephones, telegraphs, phonographs and all kinds of electrical devices; to construct, operate and maintain, purchase, lease or otherwise acquire subways, conduits, electric lighting and heating plants.

To lay, construct and maintain cables, wires, lines and all necessary appurtenances and appliances.

FORM 217.

Electrical Vehicles.

To acquire by purchase, lease or otherwise, and to manufacture and construct vehicles of every kind or character used or useful as a means of conveying, delivering, moving, carrying and transporting persons, goods, chattels, products, substances and property of any and every kind and character, and equip and install the same for use and operation by electricity, compressed air, oil, gas or any other means of motive power, either singly or in combination thereof, and to operate,

use, sell, lease and hire the same, and to contract with corporations, firms, associations or individuals for operating, using, selling, leasing and hiring the same; to manufacture, purchase, own, lease, hire, erect, construct, equip, install, use, sell and dispose of all machines, compressors, generators, storage batteries, pumps, motors, structures, primary and secondary batteries, apparatus, instruments, fixtures and appliances for the manufacture, production, generation, distribution, use, supply and application of electricity, compressed air, oil, gas, or other motive power, either singly or in combination thereof, or any or either of them, or any part or parts thereof.

FORM 218.

Electrical Machinery.

To carry on the business of manufactures and dealers in electrical motors, dynamos and other electrical machinery, appliances and plants, and to buy, sell, manufacture, repair, convert, alter, let or hire and deal in electrical appliances and goods of every kind and character, and machinery of all manner or kind.

To produce and accumulate electricity and electromotive force, and to supply the same for the production, transmission or use of power for lighting, heating and motive purposes or otherwise, as may be thought advisable, and to light streets, places and buildings, public or private, by means of electricity or otherwise, or to enable the same to be so lighted.

FORM 219.

Electrical Welding.

To manufacture appliances consisting of plates, bars, hooks, links or special shapes of metal, welding the same for use as reinforcement of either concrete or metal construction work, and selling or installing the same.

FORM 220.

Electrical Work.

To carry on a general contracting business; to do electrical work of every kind and description, including the business of electrician, electrical and mechanical engineers and dealers, either as principals or

agents, in electric motors, dynamos, and electrical machinery, appliances, plants and supplies of any nature or kind whatsoever; to construct, erect, install, alter, repair, equip and deal in works, plants, instruments and machinery for supplying and distributing electricity for any purposes, including for street and for other railways for operation by electricity or otherwise, telephone and telegraph lines, including all instruments, poles, fixtures, wires and appliances for connecting electrical apparatus at a distance with other electrical apparatus, as well as electric exchanges or centers, subways, conduits and ducts, power supply works, warehouses, and buildings, public or private, tunnels, bridges, viaducts, docks, harbors, piers, wharves, canals, reservoirs and all other works of public or private use; to make or otherwise apply and carry out any contracts for or in relation to the construction, erection, equipment and improvement of public or private works or buildings, to construct, repair, alter, trade, buy, sell, export and import and deal in and with any or all machinery, appliances and supplies used in the manufacture, generation, storage, accumulation, transmission or distribution of any or all types of electric current, and any or all manner of electric machinery, apparatus or supplies, of any nature or kind whatsoever; to buy, sell, export and import, deal in, repair, alter or release fixtures, chandeliers, electroliers, brackets, lamps, globes and other supplies and appurtenances used for or in connection with the manufacture, generation, accumulation, storage, transmission, distribution, or use of electric current for light, heat or power; to buy, sell, export and import and trade in other machinery, supplies and merchandise, and to do any and every act or thing that may be appurtenant, incidental to or necessary in connection with the foregoing purposes.

FORM 221.

Elevators.

1. To manufacture, erect, build, furnish, equip, construct, repair, maintain, operate, buy, sell, and in general to utilize and deal in and deal with elevators and all kinds of hoisting machinery, including the acquisition by purchase, manufacture or otherwise of all materials, supplies, machinery and other articles necessary or convenient for use in connection with and in carrying on the business herein mentioned or any part thereof.

To manufacture, purchase, otherwise acquire, hold, own, mortgage, sell, assign and transfer, invest, trade, deal in and deal with goods,

wares and merchandise and property of every class and description, including any and all kinds of engines, dynamos, generators, pumps and any and all kinds of machinery, any and all kinds of implements or articles of manufacture, and any and all kinds of mechanical apparatus.

2. To manufacture elevators, escalators and hoisting apparatus of all kinds composed of metal or wood, or both, and the purchase and sale of the same.

To manufacture, buy, sell, lease or otherwise acquire, import, export, equip, maintain and operate elevators and hoisting machinery of every class and description, whether propelled by electricity, air, power, steam or otherwise.

FORM 222.

Elevator Machinery.

To manufacture, construct, purchase or otherwise acquire, deal in, sell, hire, lease, use, repair, operate and maintain elevators and hoisting and lifting apparatus of any and every character, and any and all parts, devices, instruments and things adapted for use in the construction of or upon or in connection with or in the operation of such elevators, hoisting and lifting apparatus of any and every character.

FORM 223.

Enameled Goods.

To manufacture dials of every kind for watches, clocks, meters, indicators and all other purposes; also to manufacture all kinds of enamel, enameled goods and articles, ingredients, mixtures or compounds necessary for the above or for any other purpose; also to do all kinds of enameling and printing; also to manufacture any other articles or things incidental or appertaining to the above; and also to buy and sell any of the above or any articles incidental or appertaining thereto.

FORM 224.

Enameled and Stamped Ware.

To carry on the business of mining, smelting, casting, forging, rolling, tinning, galvanizing, enameling, coating and plating of metals, and

of manufacturing, buying, selling, dealing in and contracting for the manufacture, sale, purchase and exchange of sheet metal and of articles made wholly or partly therefrom, enameled wares on sheet and other metals; kitchen and household wares and ornaments made from and upon metal of any and every kind; household furniture and furnishings, consisting of enamel, stamped, galvanized and other wares of iron, steel, tin, or any other metal or substance, and all articles made of or upon metal or other substance, including crockery, china, pottery and glassware, and to mine, manufacture, buy, sell and generally deal in all materials used in the manufacture of any of the above-described wares, or in any business similar thereto or connected therewith.

FORM 225.

Engineering.

To carry on the business of mechanical engineers and dealers in and manufactures of plants, engines and other machinery, tool makers, brass founders, metal workers, boiler makers, mill-wrights, machinists, iron and steel converters, smiths, builders, metallurgists, electrical, civil and water supply engineers, and to buy, sell, manufacture, repair, convert, alter, let or hire and deal in machinery, implements, rolling stock and hardware of all kinds; to build, construct and repair railroads, water, gas and electric works, tunnels, bridges, viaducts, canals, hotels, wharves, piers or any like work of internal improvement, public use or utility.

FORM 226.

Engineering and Dredging.

1. To carry on a general dredging, contracting and engineering business in all of their branches; also to design, construct, enlarge, extend, repair, complete, take down and remove or otherwise engage in any work upon bridges, piers, docks, foundations, mines, shafts, tunnels, wells, waterworks, lighthouses, buildings, railroads, telegraph and telephone lines, canals and all other kinds of excavations and iron, wood, masonry and earth constructions in all parts of the world, and to make, execute and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith.

2. To engage in the business of manufacturing, buying, selling and dealing in cranes for lifting, hoisting, dredging and conveying ma-

terials of all kinds, and in conveying machinery, hoisting machinery, and coal-handling machinery of every description, and in hydraulic, electric, pneumatic and power machinery of every description, and in steam hammers, charging machines, drilling, concentrating, milling and mining machines, ingot extractors and foundry plants and in all kinds of fittings, tools, supplies and apparatus pertaining thereto; or for any other purpose which now is or may be incidental or necessary for a general contracting or engineering business.

3. To manufacture or purchase, or both, all tools, machinery and appliances necessary, proper or convenient for the carrying on of the said manufactures.

4. To manufacture, buy, sell and generally deal in iron, steel and other metals, and any and all the products thereof.

5. To quarry, mine, cut, saw, finish, prepare for market, buy, sell and deal in minerals and mineral substances of all kinds; to buy, lease or otherwise acquire, use, bill, sell, lease or otherwise dispose of lands or any interest thereon; to build, maintain, own, lease and operate roads, railroads or bridges (together with rights of way for the same), canal boats, steamboats and other means and mechanism of transportation; reservoirs, dams, watercourses, aqueducts, wharves, mills, hydraulic works, power and lighting plants, equipment works, factories, warehouses, dwelling houses and other works which may be necessary or convenient to the carrying out of the objects of the company.

6. To purchase and otherwise acquire, and to operate, maintain and dispose of the mills, plants and business of individuals, corporations and firms in any business similar to the business of this company or allied therewith.

7. To purchase or otherwise acquire, sell, dispose of and deal in real and personal property of all kinds, and in particular lands, buildings, business, concerns and undertakings, mortgages, shares, book-debts and claims, and any interest in real or personal property, and any claims against such property or against any person or company, and to carry on any business, concern or undertaking so acquired.

8. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose with any person, association or corporation.

FORM 227.

Engraving.

Doing business in printing, engraving and the like; of soliciting and placing advertising, and dealing in articles used in advertising, of

manufacturing, buying, selling or otherwise dealing in materials necessary or appertaining to the proper conduct of said business, and generally of conducting in all its branches the business ordinarily carried on by those engaged in a printing and advertising business.

FORM 228.

Explosives.

1. To conduct the business of manufacturing, buying, selling and dealing in, and otherwise acquiring and disposing of, apparatus, tools, machinery, appliances, explosives, chemicals, compounds and other goods, wares and merchandise, of every kind and description used or capable of being used in connection with mining or quarrying ores and minerals; also to manufacture, buy, sell, deal in and use alkalies and chemicals of every kind, and all articles and things used in the manufacturing, maintaining and working thereof.

2. To manufacture and sell explosives, and deliver explosives to purchasers; buy and sell explosives, the manufacturing, buying and selling of articles used in connection with explosives; manufacturing, buying and selling of all ingredients or materials, raw and manufactured, used in or connected with the manufacture of explosives, necessary or convenient in the transaction of said business.

FORM 229.

Express Business.

To carry on a general transfer and express business, to purchase, lease or otherwise acquire said business, and to do any and all acts incidental to or connected therewith.

To transfer, carry and transport goods, wares and merchandise, and personal property of every kind and description from or to any points or places in the United States or elsewhere by means of electrical cars or vehicles, steam cars, or vehicles, horse, wagons, boats or any other means or method of transportation; to contract or arrange with railroads, ferries, steamboats or other companies and with individuals to transfer, carry and transport such personal property for and on behalf of this coporation; and generally to do and transact an express and transportation business, with all the rights, privileges and powers necessary or desirable for the transaction of such business or incident to the conduct of the same.

FORM 230.

Fairs.

To hold and give fairs, and places for the display of stock, goods, wares, merchandise, fruit, vegetables, grains, dairy products, manufactured goods, of any and all kinds and to afford opportunity for the owners of any and all live stock, grain, vegetables, and products of every kind, and manufactured articles and machinery of all sorts, kinds and classes manufactured for any and all purposes whatsoever; and to give premiums in any sums and amounts desirable and justifiable for speed, quality, workmanship, beauty and utility of any and all above-mentioned articles; and to own and hold sufficient and suitable real estate, buildings and structures, tracks and all appurtenances and necessary places for the sufficient and proper exhibit from time to time as may be justified, required and supported by the people and the public generally.

FORM 231.

Farm Products.

To produce, purchase, sell and deal in produce of any kind and other food and the various materials entering into or used in the production thereof.

FORM 232.

Farm and Dairy Products.

To manufacture, buy, sell and otherwise deal in all kinds of milk and the products of milk: to manufacture, buy and sell all food products; to raise, buy and sell all garden, farm and dairy products; to raise, buy, sell and otherwise deal in cattle and all other live stock; to manufacture, lease, buy and sell all machinery, tools, implements, apparatus and all other articles and appliances used in connection with all or any of the purposes aforesaid, or with selling and transporting the manufactured and other products of the company.

FORM 233.

Farm Products and Live Stock.

To purchase, sell as owners or consignees, mortgage, pledge and generally to deal in poultry, horses, cows, swine, sheep and all other kinds and species of live stock, wheat, rye, barley, oats, corn, milk,

butter, eggs, vegetables and fruit of every name and nature, and all other products of the farm and dairy, all articles, goods and merchandise produced, prepared or manufactured from any of the above-named products and live stock; to acquire by purchase or otherwise, lease, sell, build and equip with furnishings, apparatus and machinery, and operate for the handling, reception, storage on commission or as owners, of all agricultural or other products and merchandise, and all kinds and species of live stock above referred to, warehouses for general or for cold storage, with power to issue proper receipts and certificates, business blocks, factories, stockyards, grain elevators and appliances incidental to the operation of any of the same, and also to acquire by lease, purchase or otherwise, and to operate all means and methods of transportation by vehicles or by vessels.

FORM 234.

Financial and Financing.

1. To carry on and entertain any business, undertaking, transaction or operation commonly carried on or undertaken by capitalists, promoters, financiers, contractors, merchants, commission men and agents, and in the course of such business to draw, accept, endorse, acquire and sell all or any negotiable or transferable instruments and securities, including debentures, bonds, notes and bills of exchange.

2. To issue on commission, subscribe for, acquire, hold, sell, exchange and deal in shares, stocks, bonds, obligations or securities of any public or private corporation, government or municipality, and the company shall have express power to hold, to purchase or otherwise acquire, to sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock, bonds, debentures, or other evidences of indebtedness created by any other corporation or corporations, and while the owner thereof to exercise all the rights and privileges of ownership, including the right to vote thereon.

3. To form, promote and assist financially or otherwise, companies, syndicates, partnerships and associations of all kinds, and to give any guarantee in connection therewith or otherwise for the payment of money, or for the performance of any obligation or undertaking.

4. To acquire, improve, manage, work, develop, exercise all rights in respect of, lease, mortgage, sell, dispose of, turn to account and otherwise deal with property of all kinds, and in particular business concerns and undertakings.

FORM 234A.

Financial Investment.

1. To undertake and carry on any business transaction or operation commonly undertaken or carried on by contractors, capitalists, financiers, and generally to institute, enter into, carry on, assist, promote or participate in financial, commercial, mercantile, industrial and other business, works, contracts, undertakings and operations.

2. To hold in trust, issue on commission, make advances upon, sell or dispose of any of the undertakings or resulting investments aforesaid, and to act as agent for any of the above or like purposes.

3. To obtain the grant of, purchase or otherwise acquire any concessions, rights, patents, privileges, exclusive or otherwise, authorities, undertakings or businesses, or any right, option or contract in relation thereto, and to perform and fulfil the terms and conditions thereof, and to carry the same into effect, operate thereunder, develop and turn to account, maintain or sell, and dispose of and deal with the same.

To buy or otherwise acquire, to hold, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, and to invest, trade in and deal in any goods, wares, merchandise and property of every class and description, including patents and patent rights, inventions or other improvements, trade marks, options, shares or rights in corporations, real property of any description, including mines, railroads, and also bonds, mortgages, securities of any kind or description, or other evidences of indebtedness, and investments or investment securities of any kind or description whatever, or to act as the agent for the sale or purchase of any of the same, or for any other purpose connected with any of the said above-described powers; to promote corporations or enterprises of any character, including industrial enterprises, railroads, mines, real estate companies, banking institutions, and all business or enterprises of any character, and to own and operate or finance the same; to aid in any manner any corporation or enterprise in which the company is interested; to endorse, underwrite or guarantee the stock, securities or undertaking of any corporation or persons.

To purchase, receive, hold and own bonds, mortgages, debentures, notes, shares of capital stock, and other securities, obligations, contracts and evidences of indebtedness of any railroad company or railroad corporation, and, as incidental thereto, of any terminal, express, warehouse, elevator, street car, traction, electric light or power, steamship or other company, corporation or association, any of the securities of which may be owned by, or the property of which may be operated by, or in connection with the property of, any railroad company, or

any part of whose stock, bonds or other securities are held or owned by any railroad company; to receive, collect and dispose of interests, dividends and income upon, of and from any of the bonds, mortgages, debentures, notes, shares of capital stock, securities, obligations, contracts, evidences of indebtedness, and other property held or owned by it, and to exercise in respect of all such bonds, mortgages, debentures, notes, shares of capital stock, securities, obligations, contracts, evidences of indebtedness and other capital, any and all the rights, powers and privileges of individual ownership thereof, including the right to vote thereon; to do any and all acts and things tending to increase the value of the property at any time held by the company; to issue bonds and other obligations and to secure the same by pledging or mortgaging the whole or any part of the property held by the company, and to sell or pledge such bonds for proper corporate purposes. Nothing herein contained is to be construed as intended to form a banking company, a savings bank, or a corporation intended to derive profit from the loan and use of money.

FORM 235.

Fire Extinguishers.

To purchase, manufacture or otherwise acquire fire extinguishers, and the chemicals and ingredients, also the right to manufacture and acquire all vessels used for holding the same, together with the right to sell, lease or otherwise dispose of said extinguishers; also the right to acquire and own patent rights and trade marks pertaining thereto.

FORM 236.

Fire-Proofing.

To manufacture, buy, sell, import and export and deal in asbestos and all and every of the products and manufactures thereof or in which the same is used; all manner of materials and products used for or incidental to the making of fire-proof buildings and structures and building materials of every sort and kind; materials manufactured for street and other pavements, for the insulation or protection of metal constructions and electrical appliances and constructions of every sort, and also to construct, alter or repair or contract for the construction, alteration or repair of all manner of structures, conduits and public or private works or any parts thereof.

FORM 237.

Fisheries.

1. To acquire, purchase, run, hold, sell, lease and rent fishing licenses for pound nets, traps, weirs, set nets, fish wheels and other fixed appliances, and purse nets, dredge seines and other seines and movable appliances for catching or retaining fish.

2. To acquire, purchase, hold, sell, lease and rent locations upon which to construct and maintain pound nets, traps, weirs, set nets, fish wheels and other appliances, whether fixed or movable, for catching or retaining fish.

3. To acquire, purchase, run, hold, sell, lease, rent, maintain and operate all needful or convenient appliances for catching fish by any means whatever; and for holding, freezing, packing, salting, canning and otherwise preserving and delivering, selling and transacting business with reference to the same.

4. To acquire, purchase, catch, take, buy, hold, store, pack, preserve, sell, export, dispose of and distribute fish of all kinds; and to engage in the propagation of salmon and of other food fishes.

5. To engage generally in the fish business in the waters of ——— and other waters.

6. To slaughter beeves and other animals, and to acquire, purchase, cure, store, pack, can, sell, distribute and dispose of meats, fruits and vegetables.

7. To acquire, purchase, build, construct, maintain and operate cold storage and refrigerating plants, and to do a general cold storage and refrigerating business.

8. To do a general warehouse and storage business, and to issue, register, certify and guarantee warehouse receipts.

9. To acquire, purchase, own, maintain and operate steam, sailing and other vessels.

FORM 238.

Flour.

To purchase and sell grains and cereals of every kind and to manufacture, buy and sell flour and other food articles manufactured from grain or cereals, and to acquire by purchase, lease or otherwise, and to own, sell, lease, mortgage, convey, improve and operate factories and elevators, buildings and manufactories for the production and storage of all kinds of goods that may be produced from or in conjunction with grain or cereals of any kind; to buy, sell, trade and deal in the

products of said manufactories or factories and in said grains or cereals, in any state of their product.

FORM 239.

Flume and Sluice.

To build, construct, own and operate flumes and sluices and to construct under contract by bid or otherwise such flumes and sluices, and to own and operate flumes and sluices for the purpose of conveying by water logs, timber and wood, and also for the purpose of conveying mineral and placer dirt and soil containing gold for the purpose of placer mining, and to own and operate flumes and sluices for the purpose of supplying water for the public and domestic use and as power for running and operating machinery, factories and mining plants generally, and to run and operate mills, sawmills and mining machinery.

FORM 240.

Food Products.

1. To buy, or otherwise acquire, to manufacture, market, prepare for market, sell, deal in and deal with, import and export food and food products of every class and description, fresh, canned or preserved or otherwise, and all food and other preparations.

To engage in any business, whether manufacturing or otherwise, which may seem advantageous or useful in connection therewith, and to manufacture, market or prepare for market any article or thing which the company uses in connection with its business.

In connection with the foregoing, to manufacture, market and prepare for market, buy, sell, deal in and deal with, import and export tin, and any products of tin, glassware, and any article of glassware or any article, receptable, package or thing which may be useful in connection with the manufacture or marketing, vending or shipping of the products of the company, or like products.

2. To purchase all kinds of food, vegetables and grains and manufacture and sell extracts and food products from the same, or any article of commerce or allied nature, or pertaining to the business of preserving, canning and preserving for the market fruit, vegetable and grain products.

FORM 241.

Foundry and Machine Shop.

Carrying on a general foundry and machine-shop business, manufacturing and dealing in all kinds of metallic castings, machinery, pumps, capstans, winches, tools and all other goods, wares, merchandise or articles made of brass, iron or other metals or any compounds thereof, doing all kinds of piping and plumbing, installing, altering and repairing all kinds of heating apparatus, and dealing in personal property of all kinds.

FORM 242.

Framing and Mirrors.

The corporation is constituted for the purpose of manufacturing and making various frames and glass, to sell at retail and wholesale mirror frames and glass, to take and execute contracts for the making, setting up, erecting and framing, of mirrors, windows and any other work wherein mirrors, frames or glass are used or required. To manufacture and sell at wholesale and retail merchandise, and to take and execute contracts for the sale of the same. To act as agents, factors and representatives for others in the sale of mirrors, frames, glass goods or other merchandise, and for the purpose of doing any lawful business incidental to the purposes hereinbefore set forth.

FORM 243.

Freight Agents.

To carry on a general shipping and forwarding business, including the receiving, handling, shipping, forwarding and transporting of goods, wares, merchandise and all classes of freight by land or by water.

FORM 244.

Fruit.

To buy, sell, import, export and generally deal in fruits and fruit products.

To buy, sell, lease, or otherwise acquire, mortgage, sell, or otherwise dispose of real estate to any amount not limited by law.

To engage in the cultivation, planting and production of fruits and agricultural products.

To prepare and manufacture fruit and vegetable products and kindred goods of every class and description.

FORM 245.

Fruit Plantation.

1. The planting, cultivating, growing, producing, buying, importing, selling, exporting and dealing in oranges, lemons and other citrous and tropical fruits, and also all kinds of vegetables, and to carry on the business of planters in all its branches.

2. To carry on and work the business of producers, cultivators and buyers of every kind of fruit and vegetable, mineral or other products of the soil.

3. To purchase or otherwise acquire, manufacture, prepare for market, market any such products, and to sell, dispose of and deal in the same, either in their prepared, manufactured or raw state, and either by wholesale or retail.

4. To operate and maintain a packing house and canning factory for fruits and vegetables of all kinds, and to produce, buy or otherwise acquire and sell or otherwise dispose of the product of such packing and canning factory or factories.

FORM 246.

Furnaces and Stoves.

To manufacture and generally deal in stoves, furnaces, radiators, ranges, gas and electric appliances and devices of all kinds for heating by hot air, steam, or other agency.

FORM 247.

Furniture.

To do a general furniture and house goods business; to manufacture, repair, alter, purchase, sell, exchange, export, import, let, sublet, lease, rent, hire and deal in, as principal and on its own behalf, as well as agent or factor for others, all kinds of furniture, rugs, carpets, curtains, tapestries, laces, embroideries and pictures of every kind, arms, silver ware, jewelry, statuary, bronzes, relics, works of art, manuscripts, autographs, books, bric-a-brac, glass, articles of virtu, and all kinds of articles used and intended to be used, or capable of being used in furniture or beautifying any private or public building, edifice, park or garden; and as principal, and on its own behalf or as agents for others, to plan, equip, furnish, beautify and decorate any public or private building, garden or park whatsoever, and to make

valuations or appraisals of any articles, goods, wares or merchandise, or real estate whatsoever.

FORM 248.

Garage.

The purposes for which said corporation is formed are as follows:

1. Deal in, sell, operate and let for hire automobiles, motorcycles and motor vehicles of every kind, nature and description.

2. To build, maintain and operate buildings, storage houses and garages for the storing, caring for and keeping for hire therein of automobiles, motorcycles and motor vehicles of every kind, nature and description.

3. And generally to buy, sell and deal in all goods, wares and merchandise necessary or incidental to the operation, repair or equipment of automobiles, motorcycles or motor vehicles of any and all kinds, manufactures and descriptions.

4. And for the purpose of carrying on the business aforesaid to buy, sell and convey property, both real and personal, as the same shall be necessary, and generally to do all things that may be necessary to the conducting of said business.

FORM 249.

Garbage Machinery.

To manufacture, buy, sell, import, export and generally deal in street-cleaning, garbage, snow-removal wagons and carts, and all kinds of machinery, apparatus and appliances connected with the cleaning of streets, walks, areas, platforms, the sprinkling of streets and the removal of garbage.

FORM 250.

Gas Fitters.

To manage a general gas fitting business, and to pipe houses, buildings and structures of all kinds with proper and suitable pipes for conveying gas for fuel and lights, and to buy and sell gas pipes, fittings and connections of all kinds used in piping and fitting houses, buildings and structures for gas, and to contract for and do generally a general gas fitting business, and to employ the proper managers, operators and workmen that may be necessary from time to time in installing and fitting such houses, buildings and structures with pipe and piping for the use of gas for light and fuel.

FORM 251.

Gas Fixtures and Lamps.

To manufacture, buy, sell and lease and let gas fixtures, chandeliers, electroliers, brackets, lamps, globes, any and all of which may be of any form, kind or description; and to manufacture, buy, sell, lease and let any other supplies or appurtenances used for or in connection with the use of gas, electricity or any other power, or material used for heating or lighting purposes; and to make, manufacture, buy, sell, lease, let any and all things, materials, substances, machines, tools, buildings and anything whatsoever necessary for the carrying on of the business under its charter.

FORM 252.

Gas-Making Machinery.

To manufacture and deal in machinery, apparatus and supplies appropriate and convenient to the manufacture, utilization and distribution of gas for lighting, heating, power and other purposes; to use and deal in machinery and appliances connected with such manufacture and sale; to carry on a general manufacturing business in articles not prohibited by law; to acquire, operate, and deal in such patents, patent rights, processes and inventions and interests therein and rights thereunder as may be deemed essential in carrying on the business of the corporation; to license under such patents and to lease such machinery and apparatus; to acquire, own, manage, lease and dispose of any real or personal property essential or convenient for such business; with all the rights which are granted by law to acquire, hold and dispose of the capital stock, bonds and other securities of other corporations; and generally to do all things necessary or incident to said business.

FORM 253.

Gas Retorts.

To manufacture and sell gas retorts, gas regulators, automatic gas appliances and all instruments, articles or appliances used in connection with the manufacture, handling, transmitting, conveying and use generally in connection with the supply and use of gas for lighting and heating.

FORM 254.

General Contracting.

To carry on a general contracting and construction business, consisting of entering into contracts with persons, firms and corporations for the construction of buildings, public and private, pipe lines, steam railways, railroads, roads, highways and bridges and other works and the construction of the same under said contracts and doing a general teaming and hauling business, and the transaction of such other business as may be properly conducted therewith.

FORM 255.

General Stores.

To conduct a store or stores for the purchase and sale, at retail and wholesale, of dry goods, groceries, crockery, glassware, queensware, harness, trappings, articles made from leather, notions, millinery, shoes, boots, toys, confectionery, wallpaper, decorations, furniture, hardware, carpets and all other articles of merchandise necessary and convenient for dress and household use.

FORM 256.

Ginneries.

To erect, maintain, purchase or otherwise acquire, operate and maintain cotton seed oil mills and ginneries, and in connection therewith to produce cotton seed oil.

To buy and sell cotton seed; to manufacture, buy, sell, export, import and generally deal in cotton seed oil and the products and by-products of cotton seed. Also to manipulate and compound cotton seed oil with other substances, so as to make fertilizers to be sold for fertilizing land; and also to give and compress cotton into bale for marketing purposes or otherwise.

FORM 257.

Glass.

1. To manufacture and sell glass in all forms, including glassware, glass ornaments, cutglass, structural glass and all articles of commerce of a similar or cognate character made of glass or glass in composition with wire.

2. To manufacture glass and glassware of any and all kinds and description; to manufacture such machinery and appliances as are or might be useful in connection with the preparation of glassware; to produce, as opportunity offers, whatever crude materials as are necessary for the manufacture of glass; to buy such lands and erect such buildings as are needed for the purpose of carrying on the business of the corporation, and to sell and dispose of the same as authorized by law; to buy, own and sell the plant or plants of other companies heretofore carrying on a similar business.

FORM 258.

Glass, Lime and Building Stone.

To mine, quarry, excavate and bore for coal, limestone, sandstone, fire clay, iron ore and other minerals and substances incidentally developed, the manufacture of the same into coke, lime, building stone, sand, glass, brick, tile, iron, steel and other manufactured products, and the sale thereof in crude or manufactured form, and to the extent required in such business, the purchase, lease and sale of real estate.

FORM 259.

Glue.

The manufacture and sale of glue and glue products. The mixing of the same with chemicals and other materials and dealing in said mixtures. The owning and buying and selling of formulas and patent processes for the manufacture of glue and the licensing of other persons and corporations to manufacture and deal in products under any mixture or patented formula.

FORM 260.

Gold and Silver Ware.

1. To carry on the business of manufacturers of, dealers in and contractors for the sale, purchase and exchange of gold and silver ware, gold and silver plated ware, glassware, crockery, cutlery, leather goods, tools, machinery, woodenware and silks and generally to manufacture, buy, sell, exchange and deal in the above specified products and in all minerals used in the manufacture of each, any and all of such articles.

To carry on as principals, agents, commission merchants or consignees, the business of manufacturing and dealing in gold and silver

ware, gold and silver plated ware, metal ware, glassware, crockery ware, cutlery, leather goods, tools, machinery, woodenware and silks, and all materials used in the manufacture of each, any and all of such articles, and to carry on as principals, agents, commission merchants or consignees, any other business which may be conveniently conducted in conjunction with any of the matters aforesaid.

2. To carry on the business of manufacturers of, dealers in gold and silver ware, plated or otherwise, glassware, crockery, cutlery, leather goods, tools, machinery, woodenware and silks, and generally to manufacture, buy, sell, exchange, import and export, and deal in the above specified products and in all materials used in the manufacture of each, any and all of such articles.

To carry on as principals or agents, the business of manufacturing and dealing in gold and silver ware, plated or otherwise, metal ware, glassware, crockery ware, cutlery, leather goods, tools, machinery, woodenware and silks, and all materials used in the manufacture of each, any and all of such articles, and to carry on as principals or agents any other business which may be conveniently conducted in conjunction with any of the matters aforesaid.

FORM 261.

Grain Elevator.

To buy, own and lease lands, and to erect thereon buildings and machinery for the purpose of receiving, warehousing and delivering grain and other merchandise; to issue bonds, secured by a mortgage or mortgages upon the property and franchises of said company, with the proceeds of which to erect suitable buildings and purchase machinery for said purpose, and to fit up, occupy and use a grain elevator or elevators, and to carry on the business of receiving, handling and storing of grain and other merchandise and of issuing receipts for grain and merchandise received, and charging to and collecting from the owners or holders thereof reasonable charges for services done and performed in and about the receipt, handling and storage of grain and other merchandise.

FORM 262.

Graphite.

1. To manufacture graphite, purify carbon, prepare graphite and carbon for paints, foundry facing, electrotyping and other purposes: to manufacture, buy, sell, deal in and deal with graphite, paints, stove polish, crucibles and other forms of graphite and carbon articles.

2. To manufacture, purify, prepare, export, import, buy, sell and generally deal in graphite and carbon of all classes and descriptions. Also to engage in the business of manufacturing, buying, selling, exporting and generally dealing in paints, electrotyping and kindred lines of business.

FORM 263.

Hair Dressing Supplies.

Buying, selling and dealing in soaps, cosmetics, hair and all materials, supplies and other articles necessary or convenient for use in connection with and in carrying on the hair dressing and manicure business.

FORM 264.

Hardware.

To carry on the trade or business of manufacturing, buying and selling, importing and exporting, and otherwise dealing in hardware and hardware supplies incident thereto and any articles in the manufacture or composition of which metal is a factor or connected with the hardware business, and to manufacture, buy, sell, import or export, or otherwise deal in, any materials, articles and things, required for or in connection with, or incidental to the manufacture, use, purchase and sale of any and all of the aforesaid wares and articles, and also to carry on any other manufacturing or distributing business as principals or agents, or otherwise, which can be conveniently carried on in conjunction with any of the matters aforesaid.

FORM 265.

Hardware and Supply Stores.

To conduct a store or stores for the buying and selling of hardware, consisting of farming implements, farmers', mechanics' and laborers' hardware, oil well, coal mine, brick manufacturers' hardware supplies, roofing, spouting, plumbing, heating, lighting, ventilating, electrical and builders' supplies. Also house and building furnishings consisting of furniture, carpets, draperies, awnings, etc. Also to contract with persons, firms and corporations in the furnishing of labor materials in the equipping of all manner of buildings or structures with any of their aforesaid hardware, plumbing, heating, lighting, ventilating, electrical and builders' supplies.

FORM 266.

Heating Apparatus—Electrical Fixtures.

The corporation is constituted for the purpose of manufacturing, buying, selling, installing, repairing and dealing generally in all kinds of apparatus for heating and cooking, and also all kinds of electrical fixtures, furnishings and devices for lighting and other purposes.

FORM 267.

Holding Stock in Other Corporations.

The purposes for which it is to be formed are as follows: To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of corporations of the state of New York or any other state, including corporations which own, operate or lease, or which are organized for the purpose of constructing, owning, operating or leasing street surface railroads, elevated railroads, rapid transit railroads, underground railroads, tunnels, bridges, tunnel railroads, railway terminals or railroads of any character or description in the city of New York, or its suburbs, or any territory adjacent thereto, and to corporations engaged in furnishing or organized to furnish electricity for any lawful purposes or power in any form for use upon, or which may be used upon street railroads or other railroads, and corporations whose funds are or may be invested in the shares of stock, bonds or other securities of any corporations of the character hereinbefore described; to exercise in respect of any such shares of stocks, bonds and other securities of corporations, any and all rights, powers and privileges of individual ownership, including the right to vote, to issue bonds and other obligations, and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell or pledge such bonds and other obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the company.

The said corporation shall be and is hereby authorized to purchase, acquire, hold and dispose of the stock, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stock, bonds or other obligations.

1. To buy, sell or otherwise acquire, hold, own, use, manage, improve, maintain, develop, sell, rent, mortgage, transfer or restrain real

estate; to trade in and deal with real property, improved or unimproved, in the state of ——— and elsewhere.

2. To rent, maintain and construct in whole or in part, houses and buildings; alter, repair and improve houses and buildings.

3. To trade and deal in and with building materials of any kind or nature, including all material supplied or other articles necessary or convenient in connection with or in carrying on said business or any part thereof.

4. To collect rents, in general to manage real property and to transact a general real estate business and do all things necessary and appurtenant thereto; to make loans on real estate, improved or unimproved, and building loans; to buy and sell bonds, mortgages upon real estate in the state of ——— and elsewhere, and to loan money on bond or mortgage in the city of ——— and elsewhere, either upon building loan or otherwise.

5. To purchase, acquire, hold, transfer and dispose of stocks, bonds and mortgages, notes or other evidences of indebtedness of any person or corporation, and to issue, execute and deliver in exchange therefor its stock, bonds or mortgages, notes and other obligations, and to do all such other things conducive to the objects herein set forth.

FORM 268.

Hosiery.

To manufacture and finish hosiery, underwear and other knit goods, and articles made from cotton, woolen and other yarns, and sell and dispose of said products.

FORM 269.

Hotel.

To carry on the business of hotel and innkeepers, restaurant keepers, caterers, keepers of livery stables and garages for horseless conveyances and motor vehicles of all kinds, warehousemen, tobacconists, dealers in provisions, wine and liquor dealers, barbers and hair dressers, news dealers and proprietors or managers of theaters, opera houses and other places of public entertainment.

To purchase, lease, hire or otherwise acquire, to hold, own, maintain, improve, alter and to sell, convey, mortgage or otherwise dispose of real estate and personal property, and any interest therein, in or out of this state, and in any state in the United States or any foreign country.

FORM 270.

House Furnishings.

To manufacture rolling pins, sauce pans, basting pans, garbage pails, waste boilers, pie tins, cake tins, cookers, steamers, curtain poles, flag staffs, lambrequin holders, towel racks, clotheshorses, ironing boards, kneading boards, and a general line of house furnishings and culinary and cooking utensils from metal or wood or both, and the buying and selling of such articles.

FORM 271.

Ice.

To manufacture, prepare, cut, gather, collect, harvest, store, preserve, pack, keep, buy, sell, import and export, deal in and transport all kinds of ice; to erect, establish, manufacture, make, construct, acquire, hold, operate, buy, sell, import and export, trade and deal in all kinds of refrigerating plants, ice machines, ice making apparatus and refrigerating processes; to construct, purchase, charter or otherwise acquire and to hold, own, use, equip, operate and dispose of any and all steamships, steam boats, sailing ships, boats, barges or vessels of any class, kind or nature whatsoever, which may be necessary, useful or convenient in or about the operations or business of the said company.

FORM 272.

Ice Machines.

To manufacture, buy, sell, import and export, and lease ice machinery, ice making apparatus, all kinds of refrigerating apparatus and processes and other articles; to own, control, buy and sell patents and to license thereunder; to own, buy, sell, lease and mortgage real estate and personal property, and to do all acts that may be convenient or necessary in a general manufacturing business.

FORM 273.

Incorporation Company.

To organize, incorporate and develop other corporations, to act as registrar and agent for the registering and transferring of stocks and bonds; to act as agent or trustee in the charge and management of real and personal property committed to it by deed of trust or other-

wise, and to act as trustee under mortgages of real and personal property.

FORM 274.

Incubators.

To manufacture and sell incubators, brooders and hovers, and all machines, appliances and mechanisms necessary thereto or may be utilized in the hatching and rearing of poultry, and also all kinds of poultry goods, remedies and supplies.

FORM 275.

Inspection of Elevators.

To engage in the business of inspecting and repairing freight and passenger elevators in office buildings, business blocks, stores, warehouses, hotels and apartment houses, for the protection of the owners or lessees or for insurance companies engaged in the business of guaranteeing owners or their lessees against accidents in the operation of such freight and passenger elevators.

FORM 276.

Insurance.

To carry on the general business of insurers of persons and property, including thereunder the transaction of a general life, fire, marine, casualty, plate glass, burglary and guaranty insurance business.

FORM 277.

Insurance Agency.

1. To maintain an agency for the writing and selling of policies of insurance issued by regularly incorporated insurance companies, domestic and foreign, for the insurance of human beings against death, sickness or personal injury, or property against loss or damage from fire, water, wind, burglars or other causes, liability insurance and fidelity and surety bonds in carrying such other business as pertains thereto.

2. To conduct general insurance agency and insurance brokerage business, consisting of fire, casualty, plate glass, steam boilers, elevator, accident, fidelity, debt, burglary, physician's defense, marine, credit and life insurance, and all other kinds of insurance on property.

FORM 278.

Insurance Agents.

To act as agents or brokers in the business of marine, fire, life, accident and fidelity insurance in the business of giving protection to principals and employers and any other kind or class of insurance in all its branches.

To act as agents or representatives of owners or other persons or corporations having or claiming to have any interest in merchandise, vessels, cargoes, freight or other subject of insurance.

FORM 279.

Investments.

To issue shares, stock, debentures, debenture stock, bonds and other obligations; to invest the money so obtained in, and to hold, sell and deal with stock, shares, bonds, debentures, debenture stock and securities of any government, state, corporation, public or private, or other body or authority; to vary the investments of the company; to mortgage or charge all or any part of the property and rights of the company, including its uncalled capital; to make advances upon, hold in trust, issue on commission, sell or dispose of any of the investments aforesaid, or to act for any of the above or like purposes.

1. To raise money by the issue of shares or otherwise, and to invest the moneys so raised in the purchase of, or otherwise to acquire and hold any of the investments following, that is to say, any stocks, bonds, debentures, shares, scrip or securities issued or having any guarantee by any government, municipality, trust, local authority, or other body, incorporated or unincorporated, public or private, of the United States, or in any country or state under the protection of the United States, or any stock, bonds, debentures, shares, scrip or securities issued or having any guarantee by any corporation or company incorporated, constituted or carrying on business in the United States or elsewhere.

2. To acquire and hold, or otherwise deal with any stock, bonds, debentures, shares, scrip or securities of any government, state or authority, municipal, local or otherwise, and any bonds, debenture stocks, scrip, obligations, shares, stocks or securities of any company established for the purpose of any railway, tramway, gas, water, dock, telegraph, electric lighting or other undertaking.

3. To borrow or raise money by the issue of any bonds, mortgages,

debentures or debenture stock of the company, and to invest any money so raised in any such investments as aforesaid.

4. To acquire any such investments as aforesaid by original subscription, underwriting, participation in syndicates or otherwise, and whether or not fully paid up, and to make payments thereon as called for, or in advance of calls or otherwise, and to underwrite or subscribe for the same conditionally or otherwise, and either with a view to investment or for resale, or otherwise, and to vary the investments of the company, and generally to sell, exchange, or otherwise dispose of, deal with, and turn to account any of the assets of the company.

5. To negotiate loans, to offer for public subscription, or otherwise aid or assist in placing any such investments as aforesaid; to give any guarantee in relation to such investments issued by or acquired through or from the company.

6. To offer for public subscription any shares or stock in the capital of, or debentures or debenture stock or other securities of, or otherwise to establish or promote, or concur in establishing or promoting any company, association, undertaking or public or private body. To guarantee the payment of dividends or interest on any stocks, shares, debentures or other securities issued by, or any other contract or obligation of any such company, association, undertaking or public or private body.

8. To purchase, take on lease, or in exchange, hire, or otherwise acquire any real or personal property which the company may think necessary or desirable, and to sell, improve, manage, develop, lease, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the company's property.

9. To take, make, execute, or enter into, commence, carry on, prosecute and defend all contracts, agreements, negotiations, legal and other proceedings, compromises, arrangements and schemes, and to do all other acts, matters and things which shall at any time appear conducive or expedient for the protection of the company as holders of or interested in any such investments and securities as aforesaid.

FORM 280.

Investors.

To create, purchase, hold, develop and sell patent rights for inventions and designs, and the purchasing of copyrights for books, publications and registered trade marks, with the rights to issue licenses for the same and receive pay therefor and the doing of all such proper acts as may be necessary to fully carry out the purpose of the corporation.

FORM 281.

Iron.

To buy, sell, deal in and deal with iron and iron ore and all like or kindred products; to mine, manufacture, prepare for market, market and sell the same, and any articles or product in the manufacture or composition of which metal is a factor, including the acquisition by purchase, mining, manufacture or otherwise of all materials, supplies and other articles necessary or convenient for use in connection with and in carrying on the business herein mentioned, or any part thereof.

To purchase, take on lease, or otherwise acquire any mines, mining rights and lands in the United States or elsewhere, and any interest therein, and to explore, work, exercise, develop and turn to account the same; to quarry, smelt, refine, dress, amalgamate and prepare for market ore, metal and mineral substances of all kinds, and to carry on any other operations which may seem conducive to any of the company's objects; to buy, sell, manufacture and deal in minerals, plant, machinery, implements, conveniences, provisions and things capable of being used in connection with mining operations or required by workmen and others employed by the company.

FORM 282.

Iron and Steel.

To manufacture, buy, sell, import and export and deal in iron, steel, manganese, coke, copper, coal, lumber and other materials and all or any articles consisting, or partly consisting, of iron, steel, copper, wood or other materials, and all or any products thereof.

To acquire, own, lease, mortgage, occupy, sell, use or develop any lands containing coal or iron, manganese, stone or other ores or oil and any woodlands, or other lands, for any purpose of the company.

To mine, or otherwise to extract or remove, coal, ores, stone or other minerals, and take or remove such minerals from any lands owned, acquired, leased or occupied by the company or from any other lands.

To buy and sell, import and export, or otherwise to deal or to traffic in iron, steel, manganese, copper, stone, ores, coal, coke, wood, lumber and other materials and any of the products thereof, and any articles consisting, or partly consisting thereof.

FORM 283.

Jewelry.

To manufacture, buy, sell, import and export, repair, deal in and deal with goods, wares and merchandise of every class and description, and in particular watches and parts thereof, including both movements and cases, canes, umbrellas, opera glasses, jewelry, gold and silver and glass and leather ware, and novelties of all kinds and other articles that may be conveniently dealt in in connection therewith.

FORM 284.

Kaolin.

To mine, dig, excavate, refine and sell kaolin and other clay, sand, stone and such minerals as may be incidently developed, and the manufacture of kaolin and other clay into brick, tiling, piping, pottery ware and such other ware and products as may be manufactured from kaolin and other clay, and the sale of the same.

FORM 285.

Knit Goods.

To manufacture and sell hosiery, underwear and other goods for human use from wool, cotton flax, hemp or any other material that can be spun into a thread, and the manufacture and sale of garments, or cloth of any description.

FORM 286.

Lamps.

To manufacture, use, sell and deal in lamps, machinery and appliances for the production, use or application of light or heat, also to manufacture, use, sell and deal in all articles and things to which the same may be applied or which may be necessary or convenient in connection therewith: to own, hold, purchase, acquire, mortgage, sell or otherwise dispose of all such tools, machinery, patterns and other personal or real property, and to apply for, purchase or otherwise acquire, and to hold, own, use, operate and to sell, assign or otherwise dispose of, to grant licenses in respect of, or otherwise turn to account any and all such inventions, improvements and processes used in connection with or secured under letters patent of the United States or else-

where, as may be necessary or convenient for furthering the business of the corporation.

FORM 287.

Land and Development.

1. To acquire by purchase or otherwise, own, hold, buy, sell, convey, lease, mortgage or encumber real estate or other property, personal or mixed.

2. To survey, subdivide, plat, improve and develop lands for purposes of sale or otherwise, and to do and perform all things needful and lawful for the development and improvement of the same for residence, trade or business.

3. To purchase, construct, lease, operate and maintain electric lighting and power plants, buildings, constructions, machinery, appliances, equipments, fixtures, easements and appurtenances.

4. To purchase, construct, lease, operate and maintain telephone lines and lines for electric light and power purposes.

5. To furnish electricity for power and lighting purposes and all appliances incident or necessary thereto.

6. To purchase, construct, lease, operate and maintain tramways, rights of way, easements and appurtenances.

7. To construct, purchase or otherwise acquire, maintain, repair and operate waterworks and to sell, lease or rent water and water rights and privileges.

8. To buy, sell and generally trade in, store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

FORM 288.

Land and Improvement.

1. To buy, sell, mortgage, rent, improve, exchange and otherwise acquire, dispose of and deal in real property, improved and unimproved; the building, constructing, altering of houses or other buildings thereon and the management, development and improvement of real property generally.

2. To buy, sell, acquire, hold, own, mortgage, pledge, lease, assign, transfer, trade and deal in and with goods, wares and merchandise and property of every kind, nature and description pertaining to the real estate business which may properly or conveniently be connected therewith.

3. To conduct a general real estate agency and brokerage business, and to act as agent, broker or attorney in fact, for any persons, firms

or corporations in buying, selling and dealing in real property or its accessories.

4. To purchase, acquire, hold, own and dispose of the stocks, and other evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stocks, bonds, or other obligations.

5. To acquire by discovery, location, lease, license, bond, option, purchase, franchise, grant, gift, devise, conveyance, agreement or otherwise and to hold, possess, enjoy, construct, repair, develop, mine, work, operate and exploit lead, iron, coal, placer or lode gold, silver or other mines, tunnels and mining, and tunneling property and any right, title or interest therein, as also such lands, mills, mill sites, tunnel sites, buildings, construction, machinery, plant, appliances, equipment, fixtures, dump, dump rights, riparian rights, water and ditch rights, ditches, flumes, pipes and pipe lines, railways, tramways, rights of way, easements, appurtenances, real estate, patent rights, secret processes, franchises, licenses, charters and other property or rights to property, real, personal or mixed, as may be deemed by directors for the time being to be necessary or appropriate for proper working, development, exploration or enjoyment thereof; the treatment or reduction of ores or minerals; the receiving, shipping or transportation of ores, minerals or supplies, to or from any part of the workings upon the company's property, or the accomplishment of any other purpose for which this company is formed.

FORM 289.

Laundry.

A.

To launder, dye, scour, cleanse, bleach, starch, press and smooth all and every kind or kinds of textile goods, materials and fabrics, by the use of machinery and mechanical instruments, implements and appliances, and by the application of skilled manual labor and operations.

B.

1. To carry on the business of a steam and general laundry and to wash, clean, purify, scour, bleach, wring, dry, iron, color, dye, disinfect, renovate and prepare for use all articles of wearing apparel, household, domestic and other linen, cotton and woolen goods and clothing and fabrics of all kinds.

To make and enter into any and all kinds of contracts, agreements and obligations by and with any person or persons, corporation or

corporations for the purchasing, acquiring, holding, manufacturing and selling or otherwise disposing of either as principal or agent, upon commission or otherwise, goods of all kinds, and any article of personal property whatsoever.

3. To make and carry out any contract and to do any act and exercise any power which a copartnership or individual person could lawfully do and exercise so far only as may be necessary or proper for carrying out the purposes for which this corporation is organized; and generally with full power to do and perform any and all acts connected therewith or arising therefrom or incident thereto, and any and all acts proper or necessary for the purposes of the business; but the corporation shall not do any act or thing forbidden by law to a corporation organized under the laws of this state.

FORM 290.

Lead Company.

To acquire by purchase, lease or otherwise, and to own, sell, lease, mortgage, convey, develop, improve and operate mines; to own, acquire, construct, enlarge, improve, operate and carry on works for smelting, parting, refining or working any base or precious metals, or the products thereof, and factories for the manufacture of lead in any and all commercial and medical forms and qualities, and for the manufacture of pyroligneous acid, acetate of lime and charcoal by the process of destructive distillation, carbon dioxide, magnesia and the products thereof, together with factories or works for the purpose of producing, refining or manufacturing linseed and castor oils, and vegetable, mineral or other oils and the products thereof, and compositions, articles and apparatus from and in connection therewith, and to manufacture the products of said mines and said substances; and generally to carry on such manufacturing or other business as may be necessary or convenient for the business and operations of the company, or any part thereof; to buy, sell, trade and deal in the products of said mines, factories, works and properties in their crude form, or in any state or stage of production or manufacture, as well as the properties themselves, including gold and silver bullion and base and precious metals, leads and oils of every kind and quality, and in any form or condition, and such other substances, products and materials as are commonly or conveniently used, manufactured, bought or sold in connection with said business or businesses, or any part or parts thereof, or as are necessary or convenient in and about or connected

directly or indirectly with the transaction of the business of the said company.

FORM 291.

Leather.

To manufacture, buy, sell, import, export and deal in leather, hides, harness, lumber and belting, including the acquisition and use of all lands, timber, bark, mills, plants, machinery, supplies and other articles and property necessary to or convenient in connection with the manufacturing and sale of leather, lumber and belting as aforesaid; and in general the engagement in any and all lawful business whatever which may be found convenient or necessary in connection with the business of manufacturing, buying, selling, importing, exporting and dealing in and with leather, hides, lumber and belting as aforesaid.

FORM 292.

Lighting and Heating.

To manufacture, sell and lease to other corporations and to public and private consumers gas and oil machines, appliances and devices of all kinds for the production, supply and use of light, heat and power, and all goods, wares, merchandise, property and substances now used in the production thereof, or incidental thereto, or that hereafter may be invented, discovered or become known therein, and to manufacture, contract for and furnish light, heat and power to other persons, firms and corporations, public or private.

FORM 293.

Liquors.

To manufacture, buy, sell, import and export, and deal in spirits and liquors and liquids of all kinds and sorts and to buy, sell and deal in any and all material from which spirits, liquor or liquids of any kind may be made; and all material necessary and incidental to the business of distillation and in general to carry on the business of distillers in all its branches and any business incidental thereto.

To purchase, sell and manufacture, refine and deal in molasses and sugars of all kinds and all products of the sugar cane and similar articles.

FORM 294.

Lithographing.

To engrave on steel, copper, stone, brass, zinc, wood and other materials; lithographing, electrotyping, photo-engraving and making process plates, printing in all its branches, book binding and manufacturing envelopes, books and stationery.

FORM 295.

Local Express.

To gather, receive, distribute and deliver goods, merchandise, parcels, packages, baggage and express matter, and do a general cartage and delivery business in the city of ——— and elsewhere; to contract with express or railroad or other companies or corporations for the collection, transportation or distribution of goods, merchandise, parcels, packages, baggage and express matter in said city of ——— and elsewhere, and to perform such contracts.

FORM 296.

Lumber.

To obtain possession of lands by lease or by any other method, but not to acquire the fee and to contract with the owner or owners thereof in such leases or other stipulations for the right and license to cut from said lands and carry therefrom and own and sell wood and timber of every kind and description; and to establish and operate all necessary plants for the promotion of such cutting, transportation, ownership and sale.

FORM 297.

Lumber and Nursery.

To purchase, lease or otherwise acquire real or personal property of every class and description; to raise, produce, buy, sell, exchange and deal in trees, plants, shrubs, cereals and any and all kinds of vegetable products.

To do a general nursery business.

To grow and produce trees and timber suitable for manufacture into lumber.

To manufacture lumber, shingles, laths, staves, boxes and barrels.

To buy, lease or otherwise acquire, maintain and operate saw mills and lumber yards.

FORM 298.

Lumber, Iron, Steel.

1. To manufacture, buy, sell, import and export, and deal in, timber and lumber and to acquire, hold, improve, lease, sell, mortgage and otherwise use lands and the products thereof; to build, construct, maintain and operate plants and works for the development of such lands, and for the handling, preparing and rendering commercially available the various products thereof, and do all other things incidental to such business.

2. To manufacture, buy, sell, import and export, and deal in, lumber, iron, steel, manganese, coke, coal, copper and other materials; and all or any articles consisting of wood, iron, steel, coal, copper or other material, and all or any products thereof.

3. To buy, own, lease, mortgage, sell, use or develop any lands containing coal or iron, manganese, stone or other minerals or oil and any woodlands or other lands for any purpose of the company.

4. To mine or otherwise to extract or remove coal, ores, stone and other minerals and timber from any lands owned, acquired, leased or occupied by the company or from any other lands.

5. To manufacture, buy, or sell, import, export or otherwise to deal or to traffic in wood, lumber, iron, steel, manganese, copper, stone, ores, coal, coke, and other materials and any of the products thereof, and any articles consisting thereof.

6. To acquire by purchase or otherwise, own, buy, sell and deal in standing timber and timber lands, and to buy, cut, haul, drive and sell timber and logs and to saw and otherwise work the same, and to buy, manufacture, and sell lumber, bark, wood, pulp and all products made therefrom.

FORM 299.

Machinery.

1. To buy and sell all kinds of merchandise, material and machinery, and to carry on a general merchandise business of buying and selling; to act as manufacturers' and others' agents in the buying and selling of all kinds of articles, both manufactured and unmanufactured and in process of manufacture; to import and export all kinds of goods and materials to foreign countries, as well as to sell all kinds of goods in the United States; to manufacture all kinds of machinery, merchandise

and materials; to take contracts for the erection and repair of buildings; to do all kinds of work and supply all kinds of material in the building or repair of all kinds of buildings. To buy and sell on commission all classes and kinds of goods, wares and merchandise and to own and hold the stock of other business corporations and to finance other business enterprises.

2. To manufacture, buy, sell, import and export and deal and trade in manufacturers' and mill supplies, engines, boilers, machinery, tools, machine shops and electrical supplies and appliances, foundry and factory supplies and hardware of all kinds.

FORM 300.

Machinery and Engineering.

1. To engage in and carry on the business of machinists, mechanical, electrical, civil engineers, tool makers, brass founders, boiler makers, iron and steel converters, smiths, metallurgists, ship building and repairing generally.

2. To manufacture, purchase or otherwise acquire, hold, own, mortgage, sell, erect, build, furnish, equip, construct, repair, trade, deal in and with any and all kinds of machinery, engines, boilers, tanks, dynamos, generators, pumps, rolling stock, hardware and any and all kinds of implements or articles of manufacture and any and all kinds of mechanical apparatus, machines, tools and utensils and all kinds of plumbing and sanitary fixtures and supplies, including pipe, sheet lead and solder and plumbers' wares in iron, lead, brass, wood, metal, earthenware or other material and to make castings and forgings of all kinds.

3. To purchase or otherwise acquire, own, control and maintain, build and repair dry docks; and to dry dock and store boats and vessels and every other kind of water craft; and to collect and receive dockage, wharfage and storage dues and other compensation.

4. To engage in the business of dredging, generally, and for that purpose to construct, purchase or otherwise acquire, hold, own, erect, build, furnish, equip and construct, repair and rent and deal in dredges and all and every kind of thing or things properly pertaining and belonging to or necessary or incidental to said business.

5. To build, construct, enlarge, extend, repair, complete, operate, buy, sell, hire and deal in and with, own, lease, pledge and otherwise dispose of boats and vessels and all water craft of every kind and nature whatsoever, together with all materials, articles, engines, boilers, dynamos, pumps, tools, machinery and appliances entering into or

suitable, necessary and convenient for the construction or equipment thereof.

6. To purchase or otherwise acquire, own, control, maintain, build, repair, and design houses, structures, wharves, piers, docks, pontoons, bulkheads, basing, marine railways, engines, cars and all other equipments.

7. To deal in, use, sell or otherwise dispose of materials and products useful in the manufacture, repair or use of any of the foregoing.

8. To acquire good will, rights, property, assets of all kinds, and also to dispose of the same and to pay for the same in cash, stocks, bonds, debentures, and other securities of this corporation or otherwise.

9. To purchase, acquire, and hold property, rights, privileges and franchises necessary or incidental to the convenient transacting of said business.

10. To make, execute and take or receive any contracts or assignments of contracts therefor or relating thereto or connected therewith, and to receive in payment therefor cash or stock, bonds or other securities of any corporation with which such contracts may be made and any and all other property of any sort whatsoever, and to hold or sell the same and to subscribe to the capital stock or bonds of such corporation.

11. To borrow money and to make and issue promissory notes, bills of exchange, bonds, debentures and other evidences of indebtedness of all kinds, whether secured by mortgage, pledge or otherwise, and to secure the same by mortgage, pledge or otherwise.

12. To, in connection with its business, purchase or acquire and to own, use, sell and assign patents, patent rights, inventions and processes connected with the lawful business of the corporation or resulting therefrom.

13. To purchase, acquire, hold, sell and convey in the state of ——— and elsewhere, such real and personal estate and property as may be necessary or proper for the business or purposes of the corporation and generally to do any and all things which may be necessary or proper in connection with the said business.

FORM 301.

Machinery and Tools.

To carry on the business of mechanical and electrical engineers, tool makers, machinists, founders, metal workers, smiths, builders, fitters, cutlers, carriers and merchants and any other business or businesses in connection therewith which may seem calculated, directly or indirectly,

to be profitable to the company or conducive to or connected with any of the company's objects.

To manufacture, buy, sell, import and export, repair, alter, let or hire and deal in apparatus, machinery, hardware and articles of all kinds capable of being used for the purpose of any business herein mentioned or in connection therewith.

FORM 302.

Malt.

Manufacturing, selling and dealing in malt and its by-products or products incidental thereto, and all other products in the manufacture of which malt is or may be used, and the business incidental thereto.

FORM 303.

Manganese.

To carry on the business of mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise dealing in manganese, copper, lead, zinc, brass, iron, steel, and in all kinds of ores, metals and minerals, and in the products and by-products thereof of every kind and description; and by whatsoever process the same can be or may hereafter be produced, and generally and without limit as to amount, to buy, sell, exchange, lease, acquire and deal in lands, mines and mineral rights and claims, and in the above specified products, and to conduct all business appurtenant thereto.

FORM 304.

Manufacturing.

1. To purchase, lease or otherwise acquire lands and buildings in this state or elsewhere for the erection and establishment of a manufactory or manufactories and workshops with suitable plant, engines and machinery with a view to manufacture, buy, sell, import and export, or otherwise deal in, either directly or indirectly, through the medium of agents or otherwise; in particular to acquire the business now carried on by ———, with the land and buildings, plant, stock, and other properties connected with the business, to purchase or otherwise acquire patents, patent rights and privileges, improvements or secret processes for or in any way relating to all or any of the objects

aforesaid, and to grant licenses for the use of, or to sell or otherwise deal with any patents, patent rights and privileges, improvements or secret processes acquired by the company; to sell, mortgage, lease, or otherwise deal with real and personal property of the company.

2. To purchase, lease or otherwise acquire lands and buildings for the erection and establishment of manufactories and workshops with suitable plants, engines and machinery. To manufacture, buy, sell, import, export and generally deal in machinery of all classes and descriptions.

FORM 305.

Market.

Maintaining a market for the purchase, sale and delivery of meats, poultry, game, vegetables, groceries and all kinds of food supplies and the acquisition of all tools, implements, and paraphernalia and real estate necessary for said purposes.

FORM 306.

Matches.

To manufacture, produce, purchase, sell and deal in and with matches, and other means and conveniences for producing, retaining, conveying and communicating fire, and the by-products of such business, and all materials that now are or hereafter may be used in or in connection with such business, including the purchase, lease or other acquisition and development of woodlands, and the manufacture, sale and disposition of any surplus product thereof, and the manufacture, production, purchase, sale of and dealing in, and with boxes and receptacles for holding, packing, shipping and using the products of the business above indicated.

FORM 307.

Meats and Cattle.

1. To carry on the business of dealers in meat, live cattle and sheep, and also that of dealers in cattle and sheep generally, and in all branches of such respective trades or businesses.

2. To buy and sell at wholesale or retail in the United States or elsewhere, all kinds of meat, and generally to carry on the trade or business of a meat dealer in all its branches.

3. To acquire by purchase or otherwise, cattle-ranches and sheep

farms, and to carry on the trades or businesses of cattle raisers and sheep farmers, tanning and warehousing generally, preserved meat manufacturers, dealers in hides, fat, tallow, grease and other animal products.

4. To erect and build abattoirs, cold storage warehouses, sheds and other buildings necessary or expedient for the purpose of the company.

5. To purchase, charter, hire, build or otherwise acquire, steam and other ships or vessels, and to employ the same in the conveyance of passengers, mails and merchandise of all kinds, and to carry on the business of ship owners, barge owners, and lightermen in all its branches.

FORM 308.

Medical Institute.

To build, equip, maintain and operate institutions for the treatment and care of the sick, young and infirm.

To furnish massage and electrical treatment of all kinds; to furnish baths of all kinds and descriptions; to operate dispensaries, chemical and physical laboratories; to furnish instructions in osteopathy, massage, medical electricity, chiropody, and dermatology and manicuring.

FORM 309.

Mercantile Agency.

To establish, maintain and conduct a general mercantile agency: to carry on every branch of business usually transacted in connection therewith, including the obtaining and acquiring by purchase or in any other lawful manner information, statistics, facts and circumstances of, relating to, or affecting the business, capital, debt, solvency, credit, responsibility and commercial condition and standing of any and all individuals, firms, associations and corporations, engaged in or connected with any business, occupation, industry or employment in any part of the civilized world, and particularly in and throughout the United States and Canada, and to dispose of, sell, loan, pledge, hire, and use in any and all lawful ways the information, statistics, facts and circumstances so obtained and acquired; also to establish, maintain and conduct a general collection business for the recovery, enforcement and collection of accounts, bills, debts, dues, demands and obligations and claims of all kinds; also to establish and conduct a general business of making and issuing contracts to secure the faithful performance of any mercantile or commercial contract or agreement, and for

the prompt payment of any debt or obligation due under or rising from or out of any mercantile or commercial transaction; also to acquire by purchase or otherwise, and to establish, maintain and conduct a general printing, publishing, bookbinding and advertising business, and to prepare and distribute newspapers, books, pamphlets, directories, catalogues, reports, ratings, digests, lists and other printed matter of interest or use to merchants, traders, bankers and lawyers.

FORM 310.

Merchandise Brokerage.

To purchase, acquire and hold, exchange, deal in and in any manner dispose of or sell on commission or otherwise, hay, grain, feed, canned and bread stuffs, and all other goods, wares, merchandise and commodities of a similar kind: of acting as agent, broker or factor in said transactions for any reason or persons firms or corporations, and in general the carrying on and conducting of a merchandise brokerage business.

FORM 311.

Messenger Service.

To keep and maintain a messenger service establishment and bureau and the employment of men, youths and boys for the purpose of carrying messages, telegrams, communications, and carrying packages for hire and to establish a general business of delivering messages, telegrams, letters, communications, packages and all matters of information, as well as light merchandise for hire.

FORM 312.

Metals.

Manufacturing sheet copper and tin, sheet iron and steel into various shapes and doing a general merchandise business in sheet metals.

FORM 313.

Metal Polish.

To engage in the manufacture and sale of metal polishes of all descriptions, chemicals, specialties and druggists' supplies and the acqui-

sition of minerals and the treatment thereof and all other goods, wares and merchandise to the said business of manufacturing metal polishes appertaining.

FORM 314.

Mexican Investments.

1. To examine and determine the legality and validity of titles and value of any property or properties, or enterprise to be operated or negotiated in the Republic of Mexico.

2. To furnish evidence and information as to the Mexican and American laws bearing upon the stability and legality of property interests, and enterprises located in the Republic of Mexico.

3. To perform all necessary acts in the incorporation of any corporation or corporations to be formed, or intended to be formed, for the conduct of any business or enterprise in the Republic of Mexico or elsewhere.

4. To render all legal aid to those investing or contemplating investing in property interests or enterprise in the Republic of Mexico or elsewhere.

5. To mine and prepare for market, iron, copper, silver, gold, lead, zinc, coal and all other mineral and clay substances.

6. To manufacture, buy and sell sugar, iron, steel, fire brick, lumber and all other products and by-products made from any and all metals, metallic compounds and clays.

7. To acquire by purchase, lease or otherwise, timber lands, mineral lands, agricultural lands and mines of all kinds of minerals, clays and mineral substances.

8. To acquire construct, operate and maintain watercourses, hydraulic works, mills, manufactories, furnaces, evaporators or any device for light, power and heat, to be operated by either electricity, compressed air, water, steam or air, and to construct dwellings, and all other works and appurtenances suitable or necessary for mining or manufacturing.

9. To manufacture and deal in goods, wares, merchandise and personal property of every description and nature.

10. To establish a permanent exhibition of Mexican and American products and in connection therewith, a commission business for the sale and exchange thereof.

FORM 315.

Mica.

To purchase, lease or otherwise acquire lands suitable for mining purposes, and to equip, work, excavate, develop and mine the same; to mine, quarry, smelt, refine, dress, amalgamate and prepare for market, nickel and talc ores.

To manufacture, buy, sell, import, export, and generally deal in plants, machinery, implements and conveniences required in connection with the mining, quarrying, smelting, refining, dressing and amalgamating mica, nickel and talc ores.

FORM 316.

Milk and Dairy Products.

To buy and sell, in the home or in foreign markets, and to manufacture in all forms, whether in the shape of oleomargarine, butterine or otherwise, milk, beef and all other articles and substances required in the making of dairy products; to purchase, build and operate buildings and plants for the making of ice and for refrigerating uses, and to purchase, sell, construct and operate all refrigerating cars that may be required for any of the purposes above enumerated.

FORM 317.

Mineral Oil.

To buy, sell or lease, in the United States or in any other part of the world, real estate, concessions, rights and privileges in and to real estate for the purpose of prospecting for, obtaining, handling, storing, transporting, selling and disposing of mineral oil of all kinds and varieties, including petroleum; to buy and sell crude or refined mineral oils, and to manufacture and refine mineral oils or otherwise treat the same for the supply of the general market; to construct and operate pipe lines; to buy and use patents pertaining to its business, whether granted by this or by any other country; also licenses under any patents wherever obtained; to acquire by exchange, purchase or barter, and dispose of by sale or in any other way, the shares, bonds or any other securities issued by any corporation or company engaged in any or all of the businesses hereinbefore named; to acquire and operate transportation lines by water and also by land, so far as permitted and authorized by the laws of the local jurisdictions; to construct, equip, buy, sell and

lease all works, conveniences and appliances that may be either useful or necessary in the carrying on of any of the businesses already named, and generally to enter into all contracts and do all acts in any way designed to carry out any or all of the above objects and purposes.

FORM 318.

Mining (1).

To search for, prospect and explore for ores and minerals, and to locate mining claims, grounds, or lodes in the United States of America or the territories thereof, or in foreign countries, and record the same pursuant to the mining laws of the said United States or other countries: and to acquire mining and mineral rights or interest therein when desirable: to mine, quarry, work, and develop mining grounds, claims, or lodes, mining and mineral rights: to crush, concentrate, smelt, refine, dress, amalgamate and prepare for market ores, metals and mineral substances of all kinds, and to do all other acts and things necessary or conducive to the company's objects, including the erection of buildings or works, and the installing of machinery and appliances of every description whenever required: to mortgage any mining grounds, claims or lodes, mining and mineral rights, or other property belonging to said company, and to issue bonds of the company whenever it may be determined so to do.

To purchase, acquire by lease, license, or otherwise, mining grounds, claims or lodes, mining and mineral rights, concessions or grants, or any interest therein, and to obtain patents therefor when desirable.

To buy, sell and deal in ores and minerals, plants, machinery, tools, implements, groceries, provisions, clothing, boots and shoes, furnishing articles, hardware, wooden and metallic ware, with all other articles and things in any wise required or capable of being used in connection with mining operations, and to make and manufacture such articles when required.

To construct, carry out, maintain, improve, equip, manage, control or superintend any roads, ways, private railways, private tramways, bridges, reservoirs, watercourses, aqueducts, wharves, piers, docks, bulk heads, furnaces, mills, crushing, concentrating and smelting works, hydraulic works, factories, dwelling houses, and warehouses: to purchase vessels or other means of transportation except railroads other than private railroads, and equip and operate the same as required for the uses and purposes of the company, and also to do any other acts and things relating to mining.

FORM 319.

Mining (2).

1. To acquire, own, work, lease, mortgage, sell and dispose of any mines, mining rights and metalliferous land, and any interest therein, and to explore, work, exercise, develop and turn to account the same.

2. To crush, win, get, quarry, smelt, calcine, refine, dress, amalgamate, manipulate and prepare for market, ore, metal and mineral substances of all kinds and to carry on any other metallurgical operations which may seem conducive to any of the company's objects.

3. To buy, sell, manufacture and deal in minerals, plants, machinery, implements, conveniences, provisions and things capable of being used in connection with metallurgical operations, or required by workmen and others employed by the company.

4. To construct, carry out, maintain, improve, manage, work, control and superintend any roads, ways, tramways, railways, bridges, reservoirs, watercourses, aqueducts, wharves, furnaces, sawmills, crushing works, hydraulic works, electrical works, factories, warehouses, ships and other works and conveniences which may be necessary, directly or indirectly, in connection with any of the objects of the company and to contribute thereto, subsidize or otherwise aid or take part in any such operations.

FORM 320.

Mining (3).

To mine, mill, stamp, reduce, smelt, purchase and sell ores and minerals and other products and to construct such buildings and works as may be deemed proper therefor or for any of the purposes hereinafter mentioned; to locate, purchase, hire, contract for or otherwise acquire, hold, use, sell, lease or otherwise dispose of any mines, minerals, lands, mining property, mill sites, tunnel sites or interests in the same, and such other property as may be advantageous for the development of the same; to issue stock to the amount of the value thereof in payment therefor; to manufacture, purchase, acquire, erect, hold, use, sell and dispose of any mining or milling or smelting machinery and tools and materials suitable for or applicable to any such purposes, and to do and perform any and every act, work and labor necessary or advisable for the due economical and skillful working of such mine or mines and for the milling, smelting, reduction, extraction, transportation and sale of such ores or minerals.

FORM 321.

Mining (4).

To carry on the business of mining silver or other ores, and reducing the same and extracting silver and other minerals therefrom, and selling the same and transacting all other business connected with such mining and incidental thereto.

FORM 322.

Mining (5).

To carry on the business of mining, milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in gold, silver, copper, lead, zinc, brass, iron, steel and in all kinds of ores, metals and minerals, and in the products and by-products thereof of every kind and description, and by whatsoever process the same can be or may hereafter be produced, and generally and without limit as to amount; to buy, sell, exchange, lease, acquire and deal in lands, mines and minerals, rights and claims, and in the above specified products, and to conduct all business appurtenant thereto.

FORM 323.

Mining (6).

The acquiring of mining lodes or claims and mining properties and the mining of copper, silver and such other ores as may be found in connection therewith, and the reduction and extraction of the valuable matter therefrom and the doing of all things and the exercising of all powers necessary and proper for the carrying on of such operations, or any of them, at or near ——— in the county of ——— and state of ———.

FORM 324.

Mortgages.

1. To purchase or otherwise own and deal in stocks, bonds, mortgages, debentures, securities and obligations of every nature, and to acquire, own, hold, lease, manage, dispose of and deal in real and personal property of every kind and nature, both within and without the state of ———; to receive, collect and dispose of interest, dividends

and income upon, of and from any of the stocks, bonds, mortgages, debentures, securities, obligations and other property held or owned by it, and to exercise in respect to all such stocks, bonds, mortgages, debentures, securities and obligations and other property, any and all rights, powers and privileges of individual owners thereof; to do any and all acts and things tending to increase the value of the property at any time held by the corporation; to furnish capital, material, etc., in the organization and development of corporations and business enterprises; to borrow for use in its corporate business, and to secure the same by obligations, pledges, mortgages or otherwise; to issue bonds and debentures, and to secure the same by pledges or deeds of trust or mortgages of or upon the whole or any part of the property held by the corporation, and to sell or pledge such bonds and debentures for corporate purposes as and when the board of directors shall determine.

2. To build upon or otherwise improve and develop real estate owned or held by the corporation, and to examine and guarantee the title to lands.

3. To act as agent for leasing, managing, mortgaging, buying, selling, and improving real estate; and to act as agent in buying and selling stocks, bonds, mortgages, debentures, securities and obligations of every nature, and to collect interest or dividends thereon: to act as agent in the management and investment of estates or funds of any nature, with full powers of agency in the premises, and to act under appointment made by power of attorney or otherwise in any matter, transaction or thing whatsoever; to guarantee the payment of principal and interest of mortgages and other securities, and in general to make any contract of guaranty which the directors may deem advisable.

FORM 325.

Motor Cars (1).

1. To manufacture, build, construct, operate, to let for hire; to buy, sell, deal in and deal with; to prepare for market and market automobiles, motor vehicles, power boats, bicycles, and any and all kinds of vehicles, boats and vessels, whatever and of whatsoever motor power and wheresoever used, and likewise of engines and equipments in connection with the manufacture or operation of such vehicles, boats and vessels, including all parts, apparatus, machinery, tools or property useful in connection therewith; to manufacture, accumulate, deal in and with, buy, sell, transfer and supply compressed air, gasoline and any and all other substances, agencies or things useful for or used as motor power for motive vehicles or power boats.

2. To carry on the business of manufacturing dealers in and with dynamos and other electrical machinery and plants, and to buy, sell, manufacture, repair, convert, alter, let or hire and deal in electrical appliances and goods of every kind and character and machinery of all manner or kind.

3. To acquire the good will, rights, property and assistance of all kinds and to undertake the whole or any part of the liabilities of any person, firm, association or corporation and to pay for the same in cash, stocks, bonds, debentures or other securities of this corporation or otherwise.

4. To have one or more offices to carry on all or any part of operations in business, and unlimitedly and without restriction to hold, purchase, mortgage, lease and convey real and personal property and to conduct its business in any state or territory in the United States and in any foreign country or place, but subject always to the laws thereof.

5. To apply for letters patent, register, purchase, lease or otherwise acquire and to hold, own, use, operate and sell, assign and transfer, dispose of any and all trade marks, formulæ, secret processes, trade names and distinction marks and all inventions, improvements and processes used in connection with or secured under letters patent, or otherwise, of the United States or of any other country, and to use, exercise, develop, grant licenses in respect of or otherwise turn to account any and all said trade marks, patents, licenses, concessions, processes and the like, or any such property rights and information so acquired, and with the view to the working and development of the same to carry on any business for the manufacture or otherwise, which the corporation may think and will calculate, directly or indirectly, to effectuate these patents.

6. The corporation may use and acquire the earning or accumulated proceeds authorized by the law to be preserved to the purchase or acquisition of property, and to the purchase or acquisition of its own capital stock from time to time to such extent and in such manner and upon such terms as its board of directors shall determine, and neither the property nor the capital stock so purchased and acquired, nor any of its capital stock taken in payment or satisfaction of any debt due to the corporation shall be regarded as profits for the purpose of declaration or payment of dividends unless otherwise determined by the vote of the board of directors or vote of the stockholders.

7. To hold, purchase or otherwise acquire, to sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of the capital stock and bonds, debentures and other evidences of indebtedness created by any other corporation or corporations and while the holder thereof ex-

ercise the rights and privileges of ownership, including the right to vote thereon.

8. To cause or allow the legal title, estate and interest in any property acquired, especially or carried on by the company, to remain, or to be vested or registered in the name of or carried on by any other company or companies, foreign or domestic, formed or to be formed, either upon trust for or as agents of this company, upon any of the terms and conditions which the board of directors may set for the benefit of this company, and to manage the affairs or to take over and carry on the business of such company or companies, either formed or to be formed, either by acquiring the shares, stocks or other securities thereof, or otherwise howsoever, and to exercise any of the powers of holders of shares of stock of securities thereof, and to receive and distribute as profits the dividends and the interest of such shares of stock or securities.

9. To do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any one or more of the purposes therein enumerated or incidental to the powers therein named, or which shall at any time appear conducive or expedient for the production or benefit of the corporation, either as the holders of or interested in any property, or otherwise, with all the powers now or hereafter conferred by the laws of ———.

FORM 326.

Motor Cars (2).

To manufacture, buy, sell, import, export and generally deal in all kinds of automobiles, motors, engines, machines, and all kinds of machinery and devices for the operation of steam, electricity, and other forms of power.

To manufacture, buy, sell, export, import and generally deal in cars, carriers, wagons, engines, apparatus and vehicles of every kind and description for the transportation of passengers and goods.

To manufacture, buy, sell, import, export and generally deal in machinery, machine supplies and engineering appliances incidental to the construction of motor cars.

FORM 327.

Musical Instruments.

To purchase and otherwise acquire, and to hold, sell, lease or otherwise dispose of musical instruments, music boxes, appliances and ma-

terials, and give musical instruction, with authority to purchase, acquire, hold and dispose of the stocks, bonds and other evidences of indebtedness of any corporation, domestic or foreign, and to issue in exchange therefor its stock, bonds or other obligations.

FORM 328.

Natural Gas.

Purchasing, leasing, or otherwise acquiring lands, or the oil, gas and mineral rights in lands, for the purpose of producing therefrom oil, gas or other volatile or mineral substances; the development of the said lands by drilling oil and gas wells thereon and the installation of plants, machinery and appliances for such purposes and the marketing and selling of the said products.

FORM 329.

Newspaper.

To carry on the business as proprietors and publishers of newspapers, journals, magazines, books and other literary works and undertakings and especially to take over the publication known as the ———; to carry on business as printers, booksellers, bookbinders, stationers, photographers, photographic printers, stereotypers, electrotypers, lithographers, and any other business or manufacture that may seem expedient; to undertake and transact all kinds of business relative to the gathering and distribution of information of every sort and kind to the same extent that a natural person might or could do, and in connection therewith to acquire by purchase or otherwise, to construct, maintain and otherwise deal with land and submarine telegraphs, including in such expression telephone and all other electrical contrivances for transmitting messages by signal.

FORM 330.

Newspaper and Publishing.

To acquire, print, publish, conduct and circulate or otherwise deal with any newspaper or newspapers or other publications, and generally to carry on the business of newspaper proprietors and general publishers; to carry on if and when it shall deem desirable, the trade or business of general printers, lithographers, engravers and advertis-

ing agents; to build, construct, erect, purchase, hire or otherwise acquire or provide any buildings, offices, workshops, plant and machinery or other things necessary or useful for the purpose of carrying out the objects of the company.

FORM 331.

Nickel.

1. To manufacture nickel, copper, iron, steel, manganese, cobalt, palladium, sodium, platinum, lumber and other materials, and all or any articles consisting or partly consisting of nickel, copper, iron, steel, manganese, cobalt, platinum, palladium, sodium, wood or other materials, and all or any products thereof.

2. To acquire, own, lease, occupy, use or develop any lands containing nickel, copper, iron, manganese, stone or other ores, or coal or oil, and any woodlands or other lands or water rights or power for any purpose of the company.

3. To mine or otherwise to extract or remove coal, ores, stone and other minerals and timber from any lands owned, acquired, leased or occupied by the company, or from any other lands.

4. To buy and sell, or otherwise to deal or traffic in nickel, copper, cobalt, platinum, palladium, sodium, iron, steel, manganese, stone, ores, coal, coke, wood, lumber and other materials and any of the products thereof, and any articles consisting or partly consisting thereof.

FORM 332.

Nursery.

To carry on a general nursery business and in connection therewith to raise, grow, produce, buy, import, export, sell, trade and deal in trees, shrubs, plants, sprouts, vines, seeds, bulbs, roots, fruits and flowers of all kinds.

To carry on any and all kinds of agricultural and horticultural operations and to produce, buy, import, export, sell, trade and deal in any and all kinds of products of the soil.

To raise, buy, import, export, sell, trade and deal in any and all kinds of live stock.

To manufacture, buy, import, export, sell, trade and deal in agricultural, horticultural and garden implements, tools and supplies of all kinds.

FORM 333.

Oil (1).

To do all kinds of mining, manufacturing and trading business; transporting goods and merchandise by land or water in any manner; to buy, sell, lease and improve lands, build houses, structures, vessels, cars, wharves, docks and piers; to lay and operate pipe lines; to erect and operate telegraph and telephone lines for conducting electricity; to enter into and carry out contracts of every kind pertaining to its business; to acquire, use, sell and grant licenses under patent rights; to purchase or otherwise acquire, hold, sell, assign and transfer shares of capital stock and bonds and other evidences of indebtedness of corporations, and to exercise all the privileges of ownership, including voting on stock so held; to carry on its business and have offices and agencies therefor in all parts of the world; and to hold, purchase, mortgage and convey real estate and personal property outside of the state of ———.

FORM 334.

Oil (2).

To locate, purchase, lease and acquire land with the exclusive right to prospect, drill, mine, bore and sink wells and shafts; to produce, convey and transport oil, petroleum and gas; to carry on the business of storing and prospecting for, mining, producing, refining, manufacturing, storing, piping, transporting, buying and selling petroleum and other oil products and by-products; to buy, sell, furnish and supply the same; to operate, build, construct, pump, operate and maintain oil and gas wells; to build, construct, purchase, maintain and operate warehouses, pumping plants, pipe lines, refineries, factories, mills, workshops, laboratories, and dwelling houses for workmen and others; to manufacture, buy, sell, import, export and deal in pumps, drills, fuses, caps, candles, nitroglycerine, dynamite, and the necessary machinery, engines, drills and all appliances and conveniences for use in connection with mining and drilling for oil and gas.

FORM 335.

Oil (Standard Oil Company of New Jersey) (3).

To do all kinds of mining, manufacturing, transporting goods and merchandise by land or water in any manner; to buy, sell, lease and

improve lands; build houses, structures, vessels, cars, wharves, docks and piers; to lay and operate pipe lines; to erect and operate telegraph and telephone lines and lines for conducting electricity; to enter into and carry out contracts of every kind pertaining to its business; to acquire, use, sell and grant licenses under patented rights; to purchase or otherwise acquire, hold, sell, assign and transfer shares of capital stock and bonds or other evidence of indebtedness of corporation and to exercise all the privileges of ownership, including voting upon the stocks so held; to carry on its business, to have offices and agents in all parts of the world, and to hold, purchase, mortgage and convey real estate and property outside the state of New Jersey.

FORM 336.

Optical Goods.

To carry on the business of opticians, to manufacture, purchase and sell eye glasses, opera glasses, field glasses, magnifying lenses for all purposes, and apparatus for carrying on the business of opticians and dealers in optical goods generally.

FORM 337.

Omnibus.

To own and operate a line of omnibuses, cabs, carriages, taxicabs, and automobiles for hire for the purpose of conveying, carrying and transporting passengers and the public generally over and through the streets of the city of ———, and to furnish individual persons and parties conveyances for business, pleasure or trips in, through and about the said city or from the said city to other near-by towns and cities and to any and all places where any individual person, parties or groups of persons and the public generally desire to go and to be hauled, carried and transported.

FORM 338.

Opera House.

To own, operate, lease and hire for money an opera house and to keep and maintain an opera house for the purpose of shows, theaters, theatricals, operas and entertainment of various and different kinds for the benefit or amusement and pleasure of persons wishing and de-

siring to attend such shows, entertainments, theaters, theatricals, and operas, and to give and to cause to be given generally such shows, entertainments, amusements, theaters, theatricals, operas, and plays of every and all kinds of amusement for the public generally.

FORM 339.

Packing.

To do and carry on a general packing business; to own and hold real estate and buildings with the necessary machinery and appliances for the slaughtering, cleaning, dressing and otherwise preparing animals and carcasses of animals for meats and for food products and for packing and preserving the same, and the sale of all such meats and food products, and dealing generally in such food product, and packing and preserving the same for sale. The buying, keeping, maintaining and preparing animals such as hogs, cattle and sheep for slaughter for the purpose of making and manufacturing therefrom such meats and food products and packing and preserving the same and selling the same for food and general consumption.

FORM 340.

Paint.

To conduct a store or stores for transacting the business of buying and selling at wholesale and retail paints, white lead, products of white lead, colors, varnishes, linseed oil, brushes, glass and all supplies and material useful to painters, glaziers, artists and decorators.

FORM 341.

Paper.

To maintain, conduct and manage the business of manufacturing, producing, purchasing, selling and dealing in any and all kinds of paper and any and all ingredients, products and compounds thereof, and any and all materials that now or hereafter may be used in or in connection with such manufacture, including the manufacture and production of wood pulp and any other fibre; and, as a part of and incident to such business, the mining of iron, pyrites, clay, sulphur, coal, agolite and any fibrous minerals and materials; the purchase, lease or other acquisition and the development of woodlands and the manu-

facture, sale and disposition of any surplus products of said woodlands; and the production and sale of any surplus or by-products in said business; and the right in connection with this business to purchase or acquire and to own, use, sell and assign patents, patent rights, inventions and processes connected with the manufacture of paper or wood pulp, or of any other materials and products used in or connected with such manufacture.

FORM 342.

Passenger and Baggage Transfer.

The purchase and sale of horses, the manufacture, purchase and sale of carriages, whether drawn by animal power or propelled by steam, electricity, or other motive power, the leasing and hiring of buggies, carriages, coupés, coaches, carts, wagons, automobiles, motor vehicles, whether drawn by animal power or propelled by steam, electricity or other motive power; the leasing and letting for hire of horses; the transferring, delivering and storing of all kinds of freight, baggage and other commodities; the boarding of horses and other animals; the storage and care of all kinds of vehicles; the conducting and carrying on of a general livery, boarding stable and passenger, baggage and freight transfer business at the city of ——— and at various other cities, towns and villages in the state of ———, together with all other business connected therewith, or in any way incidental thereto.

FORM 343.

Patent Medicines.

A.

To purchase drugs and chemicals, manufacture the same into complete form for medicines and remedies, and sell the same and any and all forms of medicine and remedies at wholesale, and the doing of every act and thing incidental to or connected with such business.

B.

To manufacture, buy, sell, export, import and generally deal in patent medicines, formulæ and preparations of every kind, class and description.

To carry on the business of chemists, druggists, chemical manufacturers and dealers in pharmaceutical and medicinal preparations.

To prepare, buy, sell, export, import and generally deal in mineral waters, liquors and prepared foods.

C.

1. To acquire and take over as a going concern the undertaking of ———, and all or any of its assets and liabilities, and in particular the recipes, formulæ and full information as to the processes of manufacture, and the right to manufacture and deal in medicinal preparations known as ———.

2. To carry on the manufacture and sale of the said medicines and preparations, and generally to carry on the business of manufacturers, buyers and sellers of and dealers in all kinds of medicines and medicinal preparations and drugs whatsoever. To carry on all or any of the businesses of chemists, druggists, chemical manufacturers, and importers and manufacturers of and dealers in pharmaceutical and medicinal preparations.

4. To manufacture, buy, sell and deal in mineral waters, wines, cordials, liquors, soups, broths and other restoratives or foods specially suitable or deemed to be suitable for invalids and convalescents.

5. To adopt such means of making known the products of the company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interest, by publication of books and periodicals, and by granting prizes, rewards and donations.

FORM 344.**Patents and Trade Marks.**

To apply for, acquire, buy, sell, assign, lease, pledge, mortgage or otherwise dispose of letters patent of the United States or of any foreign country, and all or any rights, territorial or otherwise, thereunder.

To apply for, acquire, hold, sell, assign, lease, mortgage or otherwise dispose of patent rights, licenses, privileges, inventions, trade marks, trade names and pending applications therefor, relating to or useful in connection with any business of the corporation.

To use, manufacture, or grant licenses under any letters patent owned or controlled by the company, and to expend money in experimenting upon and testing the validity or value of any patent rights the company may acquire or proposes to acquire.

FORM 345.**Pattern Makers.**

To manufacture and design models and metal patterns, special tools and hardware and all kinds of machinery from steel, iron, brass or

woods, the repairing and remodeling of all kinds of machinery and the doing of stamping and general machine jobbing, and selling said articles.

FORM 346.

Paving.

Manufacturing and selling cement, lime, plaster, brick, concrete, artificial stone and paving materials of all kinds; laying, constructing and repairing sidewalks, floors and pavements, either of natural or artificial material.

FORM 347.

Pharmaceutical Chemists.

To manufacture and vend medicinal, chemical and pharmaceutical and other useful preparations for scientific, medicinal and domestic uses, and to purchase, import and otherwise procure the drugs, medicines, chemicals, pharmaceutical ingredients and any and all the materials, articles or things used in said preparations or belonging or in anywise appertaining thereto.

FORM 348.

Phonographs.

A.

To conduct a store or stores for manufacturing, buying, selling and dealing in pianos, organs, music boxes, graphophones, phonographs, talking machines, sheet music, musical instruments and musical merchandise of all kinds, and such other articles as are ordinarily dealt in by dealers in music and musical instruments.

B.

To buy and sell phonographs, talking machines, records and supplies therefor, and to manufacture supplies for phonographs and talking machines, and the sale of the same.

C.

To manufacture, buy, sell, export, import, lease or otherwise acquire, invest and generally trade in sound-reproducing machines, talking machines and records for such machines, and all appurtenances thereto, together with all rights, patents and improvements thereon now held

or hereafter to be obtained by purchase or otherwise, including all necessary machinery adapted for such purposes.

D.

To purchase and otherwise acquire, hold, sell at wholesale and retail, lease and otherwise dispose of phonographs, talking machines, and musical instruments of all kinds, moving picture machines and other optical instruments, together with music and supplies pertaining thereto.

FORM 349.

Photography.

A.

To carry on a general photographic business in all its various branches within the city of ———.

To purchase, lease or otherwise acquire the necessary chemicals, screens, drugs, cameras and apparatus for the taking, developing and finishing of all kinds of photographs.

To purchase, sell and generally deal in cameras, photographic supplies, pictures, picture frames, prints, drugs, chemicals and supplies necessary or useful in the taking, development and printing of photographs.

B.

To engage in and conduct a general photographic business, including the acquisition by purchase, manufacture or otherwise of all business material, supplies, appliances, apparatus, machinery or other articles necessary or convenient for use in connection with and in carrying on the said business or any part thereof, and to carry on the business of manufacturers of and dealers in photographs, pictures, engravings and other works of art, and of photographers, printers, paper-makers, engravers, bookbinders, reproducers and publishers of works of art, books and other publications.

To purchase, acquire, hold, dispose of the stocks, bonds and evidences of indebtedness of any corporation, domestic or foreign, and issue in exchange therefor its stocks, bonds or other obligations.

The corporation shall also have the power to purchase, acquire, hold, sell and convey in the state of ——— and elsewhere in the United States and foreign countries such real estate or personal property as may be necessary or proper in connection with the business for which it is organized, and which may not be contrary to law.

FORM 350.

Pianos.

1. To carry on the business of manufacturers, dealers in and importers and exporters of pianos, organs, music and musical instruments and otherwise, and also any and every other article and thing which may now or hereafter be conveniently manufactured, sold or dealt in, in connection therewith or otherwise.

To manufacture, produce, buy, sell, import and export, let, hire, deal in and deal with musical instruments of all kinds and any and all parts thereof.

To manufacture, buy, sell, import and export, deal in and deal with any and all kinds of machinery, materials, supplies, implements, articles, appliances, substances and fabrics incidental to or entering into the manufacture of the same or any part thereof, and used in connection therewith, all to effectuate the objects and powers set forth in this certificate or any of them.

2. To manufacture, buy, sell, import, export and generally deal in pianos, organs and all kinds of musical instruments.

To sell and lease musical instruments and any and all parts thereof.

To manufacture, buy, sell, import, export and generally deal in all kinds of machinery, supplies, implements, appliances, substances and materials incidental to or entering into the manufacture of pianos, organs and musical instruments.

To purchase or otherwise acquire any interest in and to patents, brevets d'invention, licenses, concessions and the like, conferring an exclusive or non-exclusive or limited right, or any secret or other information as to any invention in relation to musical instruments of any kind.

FORM 351.

Pipe Foundry.

To manufacture, buy, sell, export, import and generally deal in all kinds of pipe, castings and fittings.

FORM 352.

Plumbing.

To transact, conduct and do a plumbing business in the construction, erection and repair of steam, gas, light, water and liquid pipes, fittings, and apparatus; to equip and provide buildings, mining, rail-

road, manufacturing and municipal plants with pipes, fittings, apparatus and repairs for heat, light, gas or water supply; to buy and sell articles and apparatus sold and kept for sale by plumbers and generally to transact and do all manner of business in the plumbing line.

FORM 353.

Plumbers' Supplies.

To carry on the trade or business of manufacturing, producing, adapting, preparing, importing and exporting, buying and selling and otherwise dealing in any and all kinds of plumbing and sanitary fixtures and supplies; and to manufacture, buy, adapt, prepare, use, import and export, sell or otherwise deal in any materials, articles or things required for, in connection with, or incidental to the manufacture, use, purchase and sale of or other dealing in any and all of the aforesaid wares and articles.

FORM 354.

Pottery.

1. To manufacture, buy, sell, trade and deal in any and every kind or class of pottery or earthen products, or articles composed in whole or in part of kaolin, clay, or earthy matter; to mine, manufacture, prepare, buy, sell, deal and trade in any and every gaseous or other ingredient, material or substance entering into such manufacture, or used in connection therewith, or used in or about businesses similar to or relating thereto.

2. To manufacture, buy, sell and deal in pottery, ceramic and earthenware generally, and to mine, manufacture, prepare, buy, sell and deal in all products and materials used in or pertaining to such manufacture.

3. To manufacture, buy, sell, import, export and generally deal in all kinds of pottery, tile and earthen products.

FORM 355.

Poultry and Eggs.

To engage in the business of raising, selling and preparing for market all poultry and eggs.

To purchase, lease or otherwise acquire land, buildings and necessary equipment for the carrying on of the aforesaid business.

To buy and sell chicken food and incubators.

To buy, sell, import, export and generally deal in poultry and poultry products of every kind, class and description.

To hatch, breed and raise, either by natural means or incubators, poultry of every kind, class and description.

To buy and sell chickens, ducks, geese and guinea-fowls.

To print, publish and distribute magazines and literature of every class and description.

FORM 356.

Powder and Dynamite.

To manufacture, buy, sell, deal in and deal with corn and vegetable products, chemical compounds, dynamite, gunpowder, cellulose and its derivatives and compounds, extracts, chemicals, raw and manufactured materials, and all like or kindred products; to manufacture, treat, prepare for market, market and sell the same, and articles or product, in the manufacture or composition of which they, or either of them, are a factor; to buy, sell, treat, manufacture, refine, manipulate, import, export and deal in all substances, vegetable, chemical or otherwise, apparatus, products and things capable of being used in any such business as aforesaid, or required by any customers or persons having dealings with the company.

FORM 357.

Power.

1. To manufacture, purchase or otherwise acquire in dealing, use, repair, sell and otherwise dispose of apparatus for taking and exhibiting, moving or animated fixtures, engines, machinery, motor cars, trucks, vehicles, machines, tools, implements and utensils, and also to manufacture, purchase or otherwise acquire in dealing, use, sell and otherwise dispose of material and productions useful in the manufacture, repair or use of any of the foregoing.

2. To purchase or otherwise acquire, also sell and deal in land and property in the United States of America or in any colony, dependency or district, or in any foreign or other country, and to develop the resources and turn to account the lands, buildings, rights for the time being or in such manner as may be deemed desirable.

3. To construct, equip, improve and develop and perfect private works of all kinds, including railways, railroads, docks, harbors, piers,

wharves, canals, reservoirs, sewers, drainage, sanitary, water, gas, power supply works, warehouses and buildings, public or private tunnels, bridges, conduits, viaducts and all other works of public or private utility; and also to build, own, purchase or otherwise acquire for its own use and operation railways and railroads for such use and operation to be wholly in connection with and appertaining to the business of the corporation as herein set forth, and not for public purposes.

4. To manufacture, purchase or otherwise acquire, deal in, hold, manage, sell, pledge, transfer or otherwise dispose of goods, wares, merchandise and property of any and every class and description, except bills of exchange.

5. To acquire the good will, rights and property of any person, firm, association or corporation, and to pay for the same in cash, the stock of this company, bonds or otherwise, and to hold or in any manner dispose of the whole or any part of the property so purchased, or to conduct in any lawful manner the whole or any part of the business, or to acquire and to exercise all the powers necessary or convenient in and about the conducting and management of such business.

6. To purchase or otherwise acquire, hold, own, mortgage, pledge, sell, assign, transfer and generally invest, trade and deal in personal property of every class and description.

7. To buy, sell, deal in, hold or improve real estate and the fixtures of personal property, incidental thereto, or connected therewith, and with that end in view to acquire, purchase, lease, hire or otherwise lease tenements or hereditaments, or any interest therein, and to improve the same, and to generally hold, manage, deal with and improve the property of the company, and to sell, lease, mortgage, pledge or otherwise dispose of the lands, tenements and hereditaments or other property of the company.

8. To apply for, obtain, register, purchase, release or otherwise to acquire and to hold, use, own, operate and to introduce, and to sell, assign or otherwise dispose of any trade marks, trade names, patents, inventions, improvements and processes used in connection with or secured under letters patent of the United States or elsewhere or otherwise; and to use, exercise, develop, grant licenses in respect of, or otherwise turn to account any such trade marks, patent licenses, processes and the like, or such property or rights.

9. To purchase, acquire, hold and dispose of the stocks, bonds and other evidences of indebtedness to any corporation, domestic or foreign, and issue in exchange for the stocks, bonds or other obligations, and as the owner of any such bonds, stocks or other obligations to pos-

sess and exercise in respect thereto all the rights, powers, privileges of individual owners or holders thereof, and to exercise any and all voting powers thereon.

10. To make, purchase, or otherwise acquire, deal in and to carry out any contracts foreign or in relation to any of the foregoing business that may be necessary and lawful under the acts pursuant to which this corporation is organized.

11. To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers hereinbefore set forth, either alone or associated with other corporations, firms or individuals, and to do any other act or acts, thing or things incidental or pertaining to, or growing out of, or connected with the aforesaid business, or powers, or any part or parts thereof, provided the same be not inconsistent with the law under which this corporation is organized.

FORM 358.

Printing, Publishing and Stationery.

To publish, print, bind, manufacture, issue, acquire, sell, lease, hire and deal in paper, paintings, prints, frames, books, magazines, publications, newspapers, pamphlets, maps, charts, engravings, lithographs, etchings, woodcuts, electrotypes, stereotypes, photographic prints, photo-lithographs, pictures and illustrations, whether colored or without color, and by whatsoever process or processes the same may be produced, whether now existing or hereafter to be discovered or invented; and generally to carry on the business of printers, stationers, book sellers, binders, lithographers, bookbinders, stereotypers, die sinkers, electrotypes, book, paper, envelope and ink manufacturers, engravers and publishers, in any and all of the states, territories, colonies, dependencies and districts of the United States of America, and in any and all foreign countries.

FORM 359.

Prismatic Glass.

To manufacture, sell, barter, trade in, repair and in any manner whatsoever to deal in all kinds and descriptions of glass, prisms, prismatic lights, illuminating tiles of all kinds, vault and sidewalk lights and prisms, skylights, ornamental and stained glass of all kinds, metallic bars, all plain and ornamental iron work, sash and generally to do all manner of acts that may lawfully be done in relation thereto.

FORM 360.

Promotion.

1. To construct, operate and control transportation undertakings, terminals and facilities; to develop any properties, undertakings, industries, enterprises or companies for transportation by land or water, provided, however, that this company shall not engage in any business which shall require the exercise by it of the right of eminent domain within the state of ———, or, except as permitted by local laws, without the said state.

2. To construct, lease, own, operate or sell transportation line or lines, by land or water, in any state or country, either directly or through the ownership of stocks of any corporation, but always subject to the local laws of such state or country.

3. To carry on the business of contractors for the construction of all works and properties of public or private use or utility.

4. To undertake, subscribe for, acquire, hold, sell, exchange, deal in and deal with stocks, bonds, obligations or securities of any corporation, government or municipality.

5. To hold, as principal, or otherwise, issue on commission, sell or dispose of any of the undertakings or resulting investments, and to act as agent for any of the above or like purposes; to act as the agent for any corporation, or corporations, undertakings or propositions.

6. To form, promote and assist financially or otherwise, companies, syndicates and associations of all kinds, and to give any lawful guarantee in connection therewith or otherwise for the payment of money or for the performance of any obligation or undertaking.

FORM 361.

Provisions.

To buy, sell, store, handle, import, export and transport meat of every description and all other animal products, such as hides, grease and tallow, fish, shell fish, and all other products of the sea and shore; wines and liquors, and all other drinkables, cigars and all other articles made from tobacco, all dairy products, butter, butterine, oleomargarine, milk and groceries, fruit and vegetables of every nature and description; and to construct, lease, own, use and maintain rooms, buildings and warehouses for cold storage, either of any or all of the above-named articles and products, or of similar articles and products, for hire.

FORM 362.

Provisions and Slaughtering.

Manufacturing, buying and selling provisions and other articles and merchandise commonly manufactured, bought or sold by packing or provision houses, and slaughtering cattle, swine, sheep and other animals used for food.

FORM 363.

Public Works.

To construct, equip, improve, work, develop, manage or control public works and conveniences of all kinds, including railways, docks, harbors, piers, wharves, canals, reservoirs, embankments, improvements, sewage, drainage, sanitary, water, gas, electric light, telephonic, telegraphic and power supply, works and hotels, warehouses, markets and public buildings, tunnels, bridges, viaducts and all other works or conveniences of public use or utility; to apply for, purchase or otherwise acquire any contracts or concessions for or in relation to the construction, execution, carrying out, equipment, improvement, management, administration or control of public works and conveniences, and to undertake, execute, carry out, dispose of or otherwise turn to account the same; to purchase or otherwise acquire, issue, reissue, sell, place and deal in shares, stocks, bonds, debentures and securities of all kinds, and to give any guaranty or security for the payment of dividends or interest thereon, or otherwise in relation thereto.

FORM 364.

Publicity Service.

To prepare, illustrate and place advertising matter in periodicals, prepare and supply books, pamphlets, catalogues and other printed matter for advertising purposes, and generally to carry on an advertising business through periodicals, books, pamphlets, catalogues and other similar means, and of acquiring, possessing and enjoying all the rights, powers, privileges and immunities conferred by the general corporation act and the several supplements thereto upon corporations chartered thereunder for said purpose.

FORM 365.

Publishers.

1. To manufacture, bind and sell books, periodicals, magazines, newspapers, lithographs and electrotypes, and transact a general printing and publishing business, with the right to apply for, secure, hold and assign such copyrights as may be necessary for the proper conduct of said business, and to issue licenses thereunder and receive pay therefor, and for this purpose to have, possess and enjoy all rights, benefits and privileges conferred by the corporation act and its supplements.

2. To transact a general printing and publishing business, and in connection therewith and relating thereto, to purchase copyrights for books and publications, with the right to issue licenses for the same and receive pay therefor. Also, the right to engage in the engraving and bookbinding business and the embossing, lithographing and impressing on paper and other impressionable surfaces, pictures, figures and letters; with the right to manufacture such paper and material as may be necessary in the transaction of such business. Also, the right to engage in the business of printers, stereotypers, electrotypes, lithographers, photographic printers, photo-lithographers, engravers, die sinkers, and the transaction of a printing and publishing business.

3. To manufacture, publish, buy, sell and deal in all kinds of books, periodicals and stationery supplies, as well as all raw materials which enter into the composition thereof, and generally to do any and all things incidental to said business.

FORM 366.

Purchase and Work Patents.

To purchase or acquire the letters patent in the United States of America, granted to ———, covering the manufacture of ———, and the apparatus and machinery therefor, dated ———, Number ——— and Number ———, respectively, and any subsequent improvement or improvements in and upon the said manufacture, apparatus and machinery which may be invented by the said ———, pending applications therefor, and all extensions of the said letters patent or any of them, and also the several letters patent granted to the said ——— by the government of ———, and any other letters patent which may hereafter be granted to the said ——— by the United States of America, or by the government of any country whatsoever, either in respect

of the inventions comprised in the hereinbefore mentioned letters patent or any of them, or any such further inventions or improvements as before mentioned, and all extensions with reference thereto, respectively; to carry on the business of a manufacturer of ———; to acquire by purchase or otherwise for the business of the company in the state of ——— or elsewhere any estate or estates, land or buildings, mills, plants, machinery, patents, patent rights, secret processes, or other things, and to erect and maintain, or reconstruct and adapt, buildings, mills, plants, machinery and other things found necessary or convenient for the purposes of the company; to obtain letters patent or similar privileges in this or any other country for any invention in connection with the company's manufacture or business; to sell, lease, or otherwise dispose of the lands, buildings, plant, property and effects of the company; to sell the patents, patent rights, or secret processes to be acquired by the company, or any of them, and to grant licenses to use the same to any person or persons, company or companies.

FORM 367.

Quarry.

The quarrying, mining, cutting, sawing, finishing, setting, purchasing, selling and dealing in marble or other stone.

1. To quarry, manufacture and prepare for market and for all building and other purposes, marble, granite, stone and building materials of every name and nature.

2. To enter into contracts for the erection, construction and completion of buildings and structures of all kinds.

3. To do a general quarrying, construction and building business and everything in the line thereof.

4. To import, export, buy, sell, manufacture merchandise, trade and deal in marble, granite and stone and other building materials and other goods, wares and merchandise.

5. To take, acquire, buy, build, construct, erect, hold, own, sell, lease and mortgage any land, real estate or interest in real estate, quarries, buildings, factories, plants, engines, machinery, implements and other works and conveniences which may seem directly or indirectly conducive to any of the business of the company.

6. To carry on any other business of the same general character, whether manufacturing or otherwise, which may seem to the company capable of being conveniently carried on in connection with the above, or calculated, directly or indirectly, to enhance the value of the company's property or rights.

FORM 368.

Railroad (1).

To build, construct, acquire, own, maintain and operate a railroad of standard gauge, with the right of way, roadbed, tracks, side tracks, switches, way stations, freight houses and all necessary, useful and convenient buildings and structures, having the City of Chicago, State of Illinois, for one terminus, and the City of East St. Louis, in the said State of Illinois, for its other terminus, and passing in and through the following cities, towns and villages in the said State of Illinois, to wit: (here name); and passing through the following named counties in the State of Illinois, to wit: (here set out); to operate the same by steam or other motive power with locomotives, locomotive engines, passenger and freight cars and carriages, and all machinery, appliances, tools and implements of any and every character and description necessary, proper or convenient in the management, operation and control of a railroad system; to own real estate in the said City of Chicago and in the said City of St. Louis and to erect and maintain thereon suitable stations and all necessary terminal facilities; to own real estate in all the said counties, cities, towns and villages sufficient and proper for maintaining such stations, depots, way stations, telegraph offices, freight houses and yards and stock-yards necessary, sufficient and convenient for the proper and profitable operation of a complete railroad system; to own real estate, with buildings and structures sufficient for shops and repair shops; to build, construct, maintain and operate such shops and repair shops for the purpose of making, manufacturing and building and repairing locomotives, locomotive engines, cars, coaches and railway carriages of all kinds, and to own, equip and maintain at either or any or all of said cities yards for the purpose of keeping, storing and holding such cars, coaches and railway carriages generally.

FORM 369.

Railroads (2).

To build, construct, own and acquire by purchase or lease a railroad of standard gauge, with its right of way and tracks, side tracks, switches, turnouts and sidings from the City of Cleveland in the State of Ohio to the City of Union City in the said state of Ohio and on the state line between the State of Ohio and the State of Indiana, and passing into and through the following named cities, towns and vil-

lages in the said State of Ohio, to wit: (here state); and passing through the following named counties in the said state of Ohio, to wit, and extending from the said state lines at the said city of Union City to the city of Indianapolis in the said state of Indiana and passing through the following named cities, towns and villages in the said state of Indiana, to wit (here state names); and passing through the following named counties in the said state of Indiana, to wit (here name); the entire length of said railroad being about 200 miles, the same to be operated by steam or other motive power; and to build, construct, manufacture and to acquire by purchase, lease or otherwise the necessary engines, locomotives, cars, coaches, and railway carriages and rolling stock of all kinds necessary, sufficient and convenient for the proper and profitable operation of such railroad and sufficient in number and capacity to properly handle and haul the passengers, travelers and the public generally, and to transport and convey, protect and care for all freight and live stock and all other goods, stores and merchandise that may be for shipment and may be shipped over the said railroad; to acquire, own and hold sufficient real estate in the said city of Cleveland and in the said city of Indianapolis and in the said cities, towns, villages and counties between the said terminals sufficient and proper for terminal stations, depots, stations, waiting houses, freight houses, telegraph offices, ticket offices, baggage houses and any and all buildings, structures and edifices of any and every kind, form and description that may be necessary, convenient or proper and that may be conducive and helpful to the proper and profitable management of such railroad; to own and hold sufficient real estate at any or all of said cities for yards for the proper storage of such cars, coaches and railway carriages, and for the proper unloading of such cars, coaches and railway carriages; to acquire and own real estate at any or all of the said cities for the purpose of constructing, building, owning, maintaining and operating shops for the manufacture, making, repairing or otherwise improving such coaches and railway carriages with all machinery, materials, appliances, tools and implements necessary to such manufacture, repair or improvement; to erect, construct, build, and make in connection with said railroad and on and along its right of way a general telegraph system with poles, arms, wires, cables, and with all necessary instruments, appliances and implements for the suitable, proper and profitable operation of a telegraph line, to be operated in connection with such railroad and railroad system and for the accommodation of the public generally in the transmission of telegrams and messages.

FORM 370.

Railroad Appliances.

1. To manufacture, install and deal in mechanical, electrical, pneumatic or any other system of signaling, interlocking, block-signaling, and safety appliances for railroads of every description.

2. To manufacture, install and deal in frogs, switches, crossings, switchstands, and any other devices to be used on or about railroads.

3. To manufacture, install and deal in any and all kinds of apparatus, equipment and structures which may be used in or as incidental to, the transportation of persons or property in any manner whatsoever.

4. Also to carry on a general machine shop business, a general blacksmithing shop business, including drop-forging of every description, a general foundry business, a general carpenter shop business, a general pattern shop business, and to sell, install and deal in any and all articles, apparatus and devices which it may manufacture, own or control.

FORM 371.

Railroad Cars.

The manufacture and sale of railway, passenger, freight and street cars, the manufacture and sale of car trucks, car wheels and any and all parts of cars and car trucks, including truck frames, and all the accessories thereto, and all car equipments and appliances and specialties; the manufacture and sale of all products of steel or of iron or of other metals, and of wood, or of any and all other materials; the manufacture and sale of iron castings, steel castings, journal bearings, malleable iron; the manufacture and sale of all kinds of springs, including car springs; the manufacture and sale of all kinds of waterpipes and gaspipes or other pipes; to manufacture, purchase or otherwise acquire, to hold, mortgage, pledge, sell, assign and transfer or otherwise to dispose of, to invest, trade, deal in and with the products, materials, goods, wares, merchandise, and property of every class and description, including the right to enter into or upon any and all mercantile business or businesses, and for that purpose to acquire by purchase, lease or otherwise, stores or property available therefor, and to operate and maintain any and all stores or warehouses or business houses necessary or expedient for such purpose; to make purchase, sell and deal in manufactured articles and to acquire and to dispose of rights to make and use the same; to purchase, lease or otherwise acquire all or any part of the business and assets of any person, firm, association or

corporation now or hereafter engaged in a business similar to that proposed to be carried on under this certificate of incorporation, and in the purchase of any such business or assets to assume any and all liabilities that may be then existing upon any such business or assets so purchased; to purchase or otherwise acquire mines and mining lands; to mine any and all metals, to engage in mining in all its branches, and to sell or dispose of the products of such mining; to engage in smelting in all its branches, to purchase or otherwise acquire lumber lands, to cut and mill lumber, to establish and operate lumber mills and to sell and dispose of and deal in lumber, and to engage in the lumber business in all its branches; to establish and operate rolling mills; to acquire by lease, purchase or otherwise any and all real estate necessary and convenient for the establishment and operation of rolling mills, and to operate and maintain the same; to acquire or construct railroads (other than railroads within the state of ———), steamships or vessels, to use, operate and maintain the same.

FORM 372.

Railroad Construction.

The construction of railways and the undertaking of the construction of railways, and the doing of all things and the making of all contracts incident thereto; the dealing in stocks, bonds and other securities of railroad companies, and the purchasing, holding, pledging and selling, or contracting to purchase, hold, pledge or sell the same; the dealing in real estate and the purchasing, holding, selling, renting, leasing or taking by gift or device, or acquiring in any way and by any manner, right or title any real estate; the selling or renting of railroad property; procuring the organization of franchises for any railroad company.

FORM 373.

Railroad Contractors.

Carrying on within the state of ——— and every portion thereof the business of contracting with any person or any corporation having the power or franchise to build and construct railroads or other works of improvement within said states, or either of them, to build, construct, equip, enlarge or complete, elevated, surface or underground railroads or other improvements in any part or portion thereof for any corporation or person, and to receive as payment, in whole or in part therefor bonds or shares or securities of railroad companies or other

corporations, and to sell, hypothecate or otherwise dispose of the same, and, for the purpose of said business to lease, purchase, hold, assign, convey, mortgage and exchange real or personal property or contracts.

FORM 374.

Real Estate.

1. To improve, manage and operate real property; the building, construction and alteration of houses and other structures thereon, and the development of real property generally, the buying, selling and exchanging of real property, the renting and leasing of real property, improved and unimproved; to make all mortgages of real property and borrow money thereon by mortgage or otherwise, the loaning money upon real property and the taking of mortgages and the assignments of mortgages of the same; the buying, selling and dealing in bonds and loans secured by mortgages or other liens on real property; the purchasing, manufacturing, acquiring, holding, owning, mortgaging, pledging, leasing, selling, assigning and transferring, investing in, trading in and dealing in goods, wares, merchandise and property of every kind and description, and the carrying on of any of the above businesses or any other business connected therewith, whether the same may be permitted by law, either manufacturing or otherwise, and to the same extent as the laws of this state will permit, and as full and with all the powers that the laws of this state confer upon corporations and organizations under said act, and to do any and all of the business above mentioned and set forth to the same extent as natural persons might or could do.

To buy and sell real estate, buy, construct and sell houses and other buildings, buy and sell lumber, brick, stone, lime, hardware and all other kinds of material used by builders, buy and sell coal and feed, conduct a general brokerage business in real estate and insurance.

To buy, sell, rent and exchange real property, improved and unimproved; the building, construction and alteration of houses thereon, and the management and development of real property generally; to purchase, manufacture, acquire, hold, own, mortgage, pledge, lease, sell, assign and transfer, to invest, trade, deal in and deal with goods, wares and merchandise and property of every kind and description, and to carry on any of the above business or any other business connected therewith, wherever the same may be permitted by law, either manufacturing or otherwise, and to the same extent as the laws of this state will permit, and as fully and with all the powers that the laws of this state confer upon corporations and organizations under this act, and to

do any and all of the business above mentioned and set forth to the same extent as natural persons might or could do.

FORM 375.

Real Estate Agency and Brokerage.

To transact a general real estate agency and brokerage business, including the management of estates; to act as agent, broker or attorney in fact for any persons or corporations in buying, selling and dealing in real property and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom, and other personal property collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interests in and claims affecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust of real property or chattels real and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities; to purchase and hold real property and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom, and other personal property, collateral thereto; to improve, manage, operate, sell, mortgage, lease and otherwise dispose of any property so acquired; to loan upon such property, and to take mortgages and assignments of mortgages of the same; and to transact all or any other business which may be necessary or incidental or proper to the exercise of any or all of the aforesaid purposes of the corporation.

FORM 376.

Realty.

To purchase, lease, hire or otherwise acquire real and personal property, improved and unimproved, of every kind and description, and to sell, dispose of, lease, convey and mortgage said property, or any part thereof.

To acquire, hold, lease, manage, operate, develop, control, build, erect, maintain for the purposes of said company, construct, reconstruct or purchase, either directly or through ownership of stock in any

corporation, any lands, buildings, offices, stores, warehouses, mills, shops, factories, plants, gas houses, machinery, rights, easements, permits, privileges, franchises and licenses, and all other things which may at any time be necessary or convenient in the judgment of the board of directors for the purposes of the company.

To sell, lease, hire or otherwise dispose of the lands, buildings or other property of the company, or any part thereof.

FORM 377.

Restaurants.

To carry on the business of owning, leasing and operating restaurants, buying and selling cigars and tobacco in every form, the purchase and sale of liquors by wholesale and at retail; conducting and leasing news stands, and buying and selling books, papers, magazines and other articles in connection therewith; to provide and conduct newspaper rooms, reading and writing rooms, dressing rooms, telephones and other conveniences for the use of customers and others; to grant to other persons or corporations the right or privilege to carry on any kind of business on the premises of the company on such terms as the company shall deem expedient or proper; to conduct and operate and to acquire and convey by lease or otherwise the right to conduct restaurants upon vessels plying upon any of the rivers or harbors of the United States, or upon the deep seas; together with all and every kind of business in connection therewith; to buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purposes of any of the said businesses or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable of being profitably dealt with in connection with any of the said businesses.

FORM 378.

Retail Clothing and Furnishings.

To conduct a store or stores for the buying and selling at retail men's and boys' clothing, furnishing goods, shoes, collars, neckties, shirts, suspenders, underwear, hats, hosiery, jewelry, umbrellas, handkerchiefs, mufflers, bathrobes, smoking jackets, and gloves.

FORM 379.

Rolling Mill.

To build, construct, erect, own, manage, control and operate a rolling mill with proper and sufficient real estate, buildings, blasts, stacks, ovens, furnaces and with the necessary, suitable and proper engines, boilers, mills, machinery, tools, implements and appliances in connection therewith and to properly and profitably run, operate, manage and control the same, for the purpose of melting, smelting and reducing iron ore and crude iron as mined and for the purpose of extricating and taking the iron from such ore and reducing the same to ingots and making from them iron bars, rails and any and all other forms as may be needed, used or required, and to make and produce from such iron and other proper and necessary materials, steel ingots, steel bars, rails and steel castings of any and all kinds for any and all purposes ordinarily and commercially used, and to do and perform all and separately the acts and things necessary, proper and profitable in the management, control and operation of a well equipped rolling mill; to purchase, own, keep and store the necessary iron ore and mining products, coal, coke, gas and other fuel and to sell at wholesale and retail all iron and steel and iron and steel products made and manufactured in said rolling mill and all the by-products, waste and any and all materials of any and every kind that may result from the proper use, maintenance and operation of said rolling mill; to build, construct, own, operate and maintain any and all necessary tracks, tramways, roadbed, cars, carriages, conveyances and vehicles with suitable and sufficient engines and locomotives operated by steam or electric power with the proper conveyance and transportation of iron ore, mine products, coal, coke and any other fuel, and for the general transportation and conveyance of the necessary and suitable material needed in the operation of such rolling mill and for the proper conveyance and transportation of the products of said mill; to purchase, own and hold by lease or otherwise, mines and mineral lands from which iron, iron ore and iron products may be mined, to be used in the running and operating of said rolling mill; to properly mine, extract and take from such lands and such mineral lands the ore and iron; and to own, use and maintain in the mining thereof any and all necessary, proper, sufficient and convenient tools, machinery, appliances and implements of every kind and character, used in the profitable mining of such iron and iron ore.

FORM 380.

Rubber.

To make, purchase and sell rubber boots and shoes and all goods of which rubber is a component part, and the various materials entering into the manufacture of any and all such goods, and also to acquire and dispose of rights to make and use any and all such goods and materials; and the doing and transacting all acts, business and things incident to or relating to or convenient in carrying out its business as aforesaid, which are authorized by law, including the purchasing the stock of any company or companies owning, mining, manufacturing or producing materials or other property necessary for its business, or of any other company whose shares it may lawfully purchase and exercising with relation thereto all the rights, powers and privileges of individual owners of the shares of such stock.

FORM 381.

Rubber Goods.

To buy, own, or sell as owners or on consignment, deal in, produce and manufacture all goods, merchandise and articles of clothing and of general use, of which rubber is wholly or in part a component, and all materials and substances which enter into the manufacture of any and all such goods, merchandise and articles; to transact any and all business necessary and incident to any and all purposes and objects specified above, and to purchase, own, use and operate all kinds of machinery, implements, tools, devices and appliances required in the production and manufacture of any goods, merchandise and articles of which rubber is a component part.

FORM 382.

Rummage Sales.

To acquire by purchase, lease, consignment for sale on commission or otherwise, and to sell, barter and exchange all waste products of the home and all dry goods of every name and description, including all under and outer garments for the human body, textile fabrics of all kinds, laces, embroideries and white goods, linens, silks, ribbons, handkerchiefs, gloves, hats, caps, shoes, boots, neckties, coats, jackets, trousers, vests, all kinds of shirts, stockings, skirts, waists, bonnets, head-dress, and all other articles worn by females; leather goods, household

furniture, ironmongery, china and glassware, crockery, and other household decorations, fittings and utensils, ornaments, bric-a-brac, stationery, notions and fancy goods, drugs, chemicals and other articles and commodities of personal and household use and consumption, all tools and implements of trade, agriculture or of general use and convenience, paper, rags, junk, trunks and bags, and all other articles for use in travel, hardware, jewelry, plated goods, perfumery, soap, toilet goods of all kinds, and all articles required for personal ornament, recreation or amusement, watches, clocks, books, newspapers, musical instruments, bicycles and all other vehicles and all appliances that belong thereto, harnesses, saddles, pictures, photographs and provisions; and to this end to acquire by purchase, lease or otherwise, lands and buildings within or without the state to promote the objects and purposes specified above, and to mortgage and convey the same.

FORM 383.

Salt.

To manufacture, buy, sell, export, import and generally deal in salt and the products thereof. Also to acquire by purchase, lease or otherwise lands believed to contain salt and other minerals.

FORM 384.

Salvage.

To prepare, keep, maintain and employ salvage corps for the purpose of saving, rescuing, protecting and preserving insured property and all other property in danger of being destroyed or threatened with loss, destruction or injury by fire or by water used in extinguishing or attempting to extinguish the fires which would or might destroy such property; and to equip such salvage corps with suitable appliances, vehicles, implements, tools, furnishings and all needful and necessary articles of every kind and description necessary, essential, convenient and proper to save, protect and preserve any and all such property from being destroyed, when threatened to be destroyed by fire; and to properly rescue, protect and preserve all property from injurious destruction by fire or water resulting from an attempt to preserve and extinguish such fire, and the preservation and protection of such property after the fire is extinguished or after the same is rescued from danger by reason of any such fires.

FORM 385.

Sanitarium.

1. To establish, conduct and maintain, under the personal and direct supervision of duly registered and skilled physician or physicians and nurses and attendants, a sanitarium or sanitariums, for the removal of the appetite and desire for liquor, morphine, cocaine and kindred other diseases, and the treatment and cure of nervous and chronic diseases arising therefrom.

2. To establish and maintain an institution or institutions for the treatment and care of the sick, and to establish and maintain a school or schools for the training of nurses for the care of the sick.

FORM 386.

Sash and Doors.

To manufacture and sell sash, doors, frames, moldings, mill work and lumber of all descriptions, including also the complete furnishing of the same ready for the placing in buildings and also including glazing and painting thereof as may be required, and selling and disposing of the same.

FORM 387.

Sauces and Pickles.

To manufacture, buy, sell, import, export and generally deal in sauces, catsups, relishes, pickles and garnishing supplies; to buy, lease or otherwise acquire, construct, maintain and operate sauce and pickle factories, cold storage receptacles, warehouses and depots. To raise vegetables and fruits of all classes and descriptions.

FORM 388.

Saw Mills.

1. To carry on business as timber merchants, saw mill proprietors and timber growers, and to buy, sell, grow, prepare for market, manipulate, import, export and deal in timber and wood of all kinds, and to manufacture and deal in articles of all kinds in the manufacture of which timber or wood is used, and to carry on business as shipowners, and, so far as may be deemed expedient, the business of general mer-

chants, and to buy, clear, plant and work timber estates, and to carry on any other businesses which may seem to the company capable of being conveniently carried on in connection with any of the above, or calculated directly or indirectly to render profitable or enhance the value of the company's property or rights for the time being.

2. To purchase, lease or otherwise acquire timber-lands, tracts and rights.

To buy, sell, export, import, boom, saw and prepare for market and generally deal in timber and wood of all kinds.

To manufacture, buy, sell, export, import and generally deal in all kinds of goods and articles manufactured from wood, and generally to carry on business as saw mill proprietors, timber and lumber dealers.

FORM 389.

Securities.

To loan money secured by mortgages on personal property or real estate, also to buy, sell and deal in bonds, notes, loans secured by mortgages or other liens on personal or real estate, also to purchase, hold, improve, sell or exchange real estate, also to purchase, sell and deal in notes, bonds, stocks, securities or investments of any kind, with full power to borrow such moneys as it may require for the purpose of its business.

FORM 390.

Separators.

To manufacture, buy, sell, import, export and generally deal in separating machines of all kinds, classes and description; to buy, lease or otherwise acquire, construct, operate and maintain factories, workshops, warehouses and depots for the manufacture of separating machines.

FORM 391.

Sewage.

To construct and maintain sewers, culverts, conduits and pipes, with all necessary inlets and appliances for surface, undersurface and sewage drainage for the health, comfort and convenience of the inhabitants and the sanitary improvement of the borough of ———, and of fixing and regulating the price of connections therewith to corporations, firms and individuals.

FORM 392.

Sewing Machines.

To manufacture, use, operate and sell dash and fender sewing machines and other special machines and appliances, tools, goods and products, and to own, hold and control, and in the course and for the purposes of such business, and in using and distributing the products, and securing the advantages of the same, and in doing all things which may be done under or pursuant to this certificate of incorporation, to own, lease, control, construct and equip buildings and property, real, personal and mixed, and to sell, demise, lease or otherwise grant such portions of the same as it may not desire to retain; to own, lease, possess and use offices, office furniture, tools, implements and other personal property of every name, nature and description; to apply for, obtain, register, purchase, lease and otherwise acquire, and to hold, own, use, operate, introduce and sell, assign or otherwise dispose of any and all trade marks, formulæ, secret processes, trade names or distinctive marks, and all inventions, improvements and processes used in connection with or secured under letters patent of the United States, or of any other country, or countries, or otherwise, and to use, exercise develop, grant licenses in respect of or otherwise take into account any or all such trade marks, patents, licenses, concessions, processes, inventions and the like, or any such property rights or information so acquired; to manufacture and sell articles which may advantageously be made or sold in connection with such business; to own, control, sell and deal in stocks and bonds of corporations, domestic or foreign, including the right to vote thereon; and to issue in exchange therefor its stock, bonds or other obligations; to borrow money, and for the purpose of securing the payment of sums borrowed; to mortgage, sell, transfer or pledge any real or personal property, including its franchise, and in general to do and perform any and all acts and negotiate and carry out any and all contracts and agreements which may be conducive to the sale, disposition, use, introduction or value of the manufactures or products of said company, or any rights, processes or property of any name or nature owned, held or controlled by it, including the making and execution of contracts, which may be deemed by the directors or officers necessary, convenient or advantageous thereunder, thereto or in connection therewith; the corporation shall have power to conduct its business in all its branches, and have one or more offices outside of the state of ———, and may keep at said offices, or any thereof, its books, papers and accounts, other than its stock and transfer book, and for the purpose of its business unlimitedly to purchase,

acquire, hold, mortgage and convey real and personal property in the state of ———, as well as in all the other states and foreign countries.

FORM 393.

Sheep.

To carry on in all its branches a general live stock and stock raising farm and range business; to buy, sell, breed, raise, export, import and generally deal in cattle, sheep, horses, poultry and all kinds of domestic animals.

FORM 394.

Sheet Metal.

To manufacture, buy and sell architectural sheet metal, metallic skylights and metal roofing material and other articles of metal and wood of a similar character, and to conduct a sheet metal, metallic skylight and metal roofing business.

FORM 395.

Ship Building.

To build, make, operate, maintain, buy, sell, deal in and with, own, lease, pledge and otherwise dispose of ships, vessels and boats of every nature and kind whatsoever, together with all materials, articles, tools, machinery and appliances entering into or suitable and convenient for the construction or equipment thereof, and together with engines, boilers, machinery and appurtenances of all kinds, and tackle, apparel and furniture of all kinds; the transportation of goods, merchandise and passengers upon land or water; building, repairing and designing houses, structures, vessels, ships, boats, wharves, docks, dry-docks, railroads, engines, cars, machinery and all other equipment: constructing, maintaining and operating railroads (other than railroads within the state of ———); to build, construct, repair, maintain and operate water, gas or electrical works, tunnels, bridges, viaducts, canals, wharves, piers, and like works of internal improvement or public use or utility; to own, operate and maintain steamship lines, vessel lines, or other lines of transportation.

FORM 396.

Silk.

To buy, sell, manufacture, work, prepare, treat and in all ways handle and deal in silk, wool and other textile fabrics of all kinds, and the cotton, linen, silk, wool and other threads and raw materials entering into the composition of textile fabrics of all kinds.

To manufacture, buy, sell and in all ways handle and deal in gloves and other articles of use, wear or ornament, into the manufacture of which silk or other fabrics enter in whole or in part.

To provide, own, maintain, sell, lease, mortgage, convey, improve and in all ways use and operate factories, buildings, machinery, equipments, works and facilities generally for the manufacturing, selling, working, preparing, treating, handling and dealing in silk and other textile fabrics, the threads, parts and raw material thereof, and the articles whether of use, wear or ornament into the production of which such silk or other textile fabrics, threads or other textile fabrics, threads or other raw material enter in whole or in part.

FORM 397

Slate.

To mine, manufacture, prepare and sell roof slate for building and commercial purposes, also preparing manufacturing and selling mill stock, i. e., to manufacture slate black boards, school slates and slate pencils out of waste slate.

FORM 398.

Slate and Tile.

To manufacture, buy, sell, export, import and generally deal in slate, stone, tile, brick, marble and building materials of all kinds and descriptions.

FORM 399.

Slaughtering Cattle.

To carry on the business of slaughtering cattle, calves, pigs, sheep, lambs and other animals for food purposes, and dealing in and contracting for the purchase and sale of all kinds of products, hides, oil, fat, offal, horn, glue, fertilizers and other by-products arising out of

the slaughtering of animals for food purposes or in connection therewith, and to manufacture, buy, sell, exchange and deal in the above specified products and in all materials used in the manufacture of food products, fertilizers, or in any of the matters aforesaid.

FORM 400.

Slot Machines.

To manufacture, buy, sell, import, export and generally deal in slot machines of whatsoever name and nature; to manufacture, buy, sell, import, export and generally deal in all articles, apparatus, plants and machinery useful in or which may be used in connection with the foregoing described business or any of its branches.

FORM 401.

Smelting.

To acquire, by purchase or otherwise, and to build, own, control, operate and maintain mills and works for the crushing, sampling and treating of mineral-bearing ores, and for the smelting, reduction and extraction of all kinds of mineral-bearing ores; and to buy, sell, assay, hold, store, ship and deal in such ores and their products on its own account and as factor or agent for others; to acquire, own and use water and water rights incident to said mills and works; to acquire, buy, purchase or otherwise, and to hold, improve and sell, or otherwise dispose of, mines, mill sites and other real property.

FORM 402.

Soap.

To purchase, produce, manufacture, sell and deal in perfumery, oils, fats and scouring products, and in all materials and compounds which shall partake of the properties of soap, or be similar thereto or have like uses.

FORM 403.

Spirits—Distilling.

1. To manufacture, buy, sell, deal in, distribute, store, warehouse, import and export grain, molasses and all articles used in connection

with the operation of a distillery, and to manufacture, buy, sell, deal in, distribute, store, warehouse, import and export all products and by-products of such articles.

2. To do a general warehouse and storage business.

3. To do a general cooperage business.

4. To buy, sell, deal in, issue, transfer, register, certify and guarantee warehouse receipts.

5. To buy, sell, deal in and feed cattle.

6. To carry, transport, ship and forward and cause to be carried, transported, shipped and forwarded any of the property above referred to.

7. To organize or cause to be organized under the laws of the state of ———, or of any other state, territory or country, a corporation or corporations for the purpose of accomplishing in the state of ——— and elsewhere in any part of the world, any of the objects for which this corporation is organized; to subscribe or cause to be subscribed for, and to purchase and otherwise acquire, hold, sell, assign, transfer, mortgage, pledge, exchange, distribute and otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness and property of such other corporation or corporations.

8. To subscribe or cause to be subscribed for, and to purchase and otherwise acquire, hold, sell, assign, transfer, mortgage, pledge, exchange, distribute and otherwise dispose of the whole or any part of the shares of the capital stock, bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness, notes, good will, rights, assets and property of any and every kind or any part thereof of any other corporation or corporations, association or associations now or hereafter existing, and whether created by the laws of the state of ———, or of any other state, territory or country, and to operate, manage and control such properties or any of them, either in the name of such other corporation or corporations, or in the name of this corporation, and while owners of any of said shares of capital stock to exercise all the rights, powers and privileges of ownership of every kind and description, including the right to vote thereon, with power to designate some person for that purpose from time to time to the same extent as natural persons might or could do.

9. To endorse, guarantee and secure the payment and satisfaction of the bonds, coupons, mortgages, deeds of trust, debentures, securities, obligations, evidences of indebtedness and shares of the capital stock of other corporations, and also to guarantee and secure the payment or satisfaction of dividends on shares of the capital stock of other corporations.

10. To dissolve, wind up, liquidate, merge or consolidate any or all of such other corporations.

FORM 404.

Starch Manufacturing.

To build, construct, acquire and own real estate and buildings and to make and manufacture from grain and other materials starch and starch products; to equip, arrange and prepare such buildings with such engines, boilers, motive power, machinery, tools, and appliances as may be necessary, proper and convenient for the manufacture for sale and trade generally of starch and starch products of all the various kinds, qualities and brands and to sell the same upon the market.

FORM 405.

Steam.

The objects for which the corporation is formed are the manufacturing, producing, vending, and supplying of hot water, or steam, hot air or other aeriform fluids for motive power, heating, cooking or other useful applications in the streets, public places, public and private buildings in the city of —, and manufacturing and laying of mains and pipes as conductors for conveying such hot water, hot air or steam or fluids from the streets, avenues, lanes, alleys, squares and highways of said city, for the purpose of supplying the same to the city and its inhabitants.

FORM 406.

Steam Boilers and Heaters.

To manufacture, make, build and construct steam boilers and heaters; to own real estate and buildings and to equip the same with engines and boilers and to operate the same with steam or other motive power, and with all the necessary machinery and appliances for the manufacture of steam heaters, boilers, radiators, and to make, manufacture and build boilers, heaters and radiators, suitable and proper for the purpose of heating and furnishing steam for heating buildings, dwellings, business houses, and any and all other structures with steam and hot water to sell and make the same.

FORM 407.

Steamship.

To build, buy, sell, equip, operate and own steamships, steamboats, sailing ships, boats and other property to be used in such business, trade, commerce and navigation; purchasing and selling, owning and holding, mortgaging and leasing all kinds of vessels and boats, their apparel and tackle, wharfs, water rights, piers and lands in ——— and in the other states of the United States, and in such other places as the business of such steamship company may seem to require, or as may be necessary or convenient for the business of the company.

FORM 408.

Steel Foundries.

1. To manufacture iron, steel, manganese, coke, copper, lumber and other materials, and all or any articles consisting or partly consisting of iron, steel, copper, wood or other materials, and all or any products thereof.

2. To acquire, own, lease, occupy, use or develop any lands containing coal or iron, manganese, stone or other minerals or oil, and any woodlands or other lands for any purpose of the company.

3. To mine or otherwise to extract or remove coal, ores, stone and other minerals and timber from any lands owned, acquired, leased or occupied by the company, or from any other lands.

4. To buy and sell, or otherwise to deal or to traffic in iron, steel, manganese, copper, stone, ores, coal, coke, wood, lumber and other materials, and any of the products thereof, and any articles consisting or partly consisting thereof.

5. To construct bridges, buildings, machinery, ships, boats, engines, cars and other equipment, railroads, docks, slips, elevators, water works, gas works and electric works, viaducts, aqueducts, canals and other waterways, and any other means of transportation, and to sell the same, or otherwise to dispose thereof, or to maintain and operate the same, except that the company shall not maintain or operate any railroad or canal in the State of ———.

FORM 409.

Stencils.

To manufacture and sell inks, type, stencils, labels, stamps, seals, dies, tags, tickets, checks, badges, medals, pattern letters, burning

brands, numbering machines, check protectors, stencil colors and brushes, from wood, paper, rubber and metal, and other similar articles of commerce from wood, paper, rubber or metal or other materials.

FORM 410.

Stereopticon Machines.

To manufacture, construct, buy, sell, import, export and generally deal in stereopticon machines, whether automatic or otherwise, of all kinds and description; and in connection therewith to buy, sell, lease or otherwise acquire suitable stores, space in expositions and fairs and concessions of all kinds.

FORM 411.

Stereopticon Views.

To manufacture, sell or deal in stereopticon, optical or photographic productions, publications, supplies and accessories of every kind and description, illustrations and publications of, by or about the same, or another subject or subjects, together with the right to manufacture any and all machinery made or used in their said business, including stereoscopes, lenses, paper, cardboards and any and all other kind of material used in or about or necessary to the successful operation of their said business, together with the right to manufacture stereopticons, lantern slides and novelties, photographic and otherwise, including calendar and color plates.

FORM 412.

Stevedores.

To carry on business as stevedores in the city of ——— and vicinity, and in connection therewith to buy and sell trucks, wheelbarrows, hoisting machinery, apparatus, donkey-engines, draft animals and all kinds of appliances necessary, useful or convenient to the proper transaction of the business of stevedores.

FORM 413.

Stock Foods.

To manufacture and compound poultry, horse and cattle feeds and remedies, and to sell and deal in the product of the same, and to buy,

sell, and deal in grain, straw and hay and other food products for poultry or horse and cattle.

FORM 414.

Stock Yards.

To acquire, own and hold by purchase or lease real estate and to erect, build and construct and maintain thereon and in connection therewith stock yards and yards, buildings, pens, lots and structures of every kind for the necessary and proper equipment of yards for stock and for the purpose of selling and disposing of live stock; and to keep in connection therewith all kinds of grain and feed with which to supply such stock so kept, and to furnish to the public generally and the owners of live stock who desire to sell and market the same for hire, suitable facilities, places, pens, lots, barns, stables and structures for the proper showing, displaying, disposing and selling of any and all kinds of live stock.

FORM 415.

Storage Batteries.

To manufacture, buy, sell, lease and rent all kinds of storage batteries, all kinds of electrical machinery and appliances, and all kinds of machines and machinery and all kinds of property and any material in any way used or to be used in or about said articles or said business.

FORM 416.

Street Railroad (1).

To build, construct, lease or otherwise acquire, and to own, operate and maintain a street railroad with the necessary switches, turnouts, side tracks and double tracks, to be operated by steam, electricity, gas or other motive power, for the conveyance of residents, persons, people, travelers, passengers and the public generally on, over and through the city of Pittsburg in the county of Allegheny, and state of Pennsylvania and the cities of Allegheny, East Pittsburg, ———, ———, in said county, beginning at the intersection of ——— and ——— streets, and running and extending along and over (here describe the route in detail, giving each street through which the proposed road will run), with the right to extend the same beyond either terminus.

FORM 417.

Street Railroad (2).

To build, construct or otherwise acquire, and to own, maintain, operate, manage and control a street railroad with the necessary tracks, double tracks, switches, turnouts and side tracks in the city of Indianapolis, in Marion County, Indiana; and to build, construct, maintain, run and operate a power house with engines, boilers, dynamo, machinery and all necessary, suitable, proper and convenient appliances for the purpose of making, manufacturing, producing and generating electricity; to own, construct, set and erect and extend and stretch poles, lines, wires and cables on and along, over and through the said streets of the said city of Indianapolis, in connection with, attached to and over and along the said tracks, double tracks, switches and turnouts of the said line and lines of railroad tracks; to own, build, construct, operate, run and manage shops with engines, boilers, machinery and appliances of any and all kinds and description necessary, proper and convenient for the manufacture, building, constructing, improving and repairing street cars, carriages and conveyances to be run, hauled, drawn, taken and operated by electric motive power on the said tracks, double tracks, turnouts and switches in and through the said city of Indianapolis; to maintain, equip, run and operate a complete electric street railroad with electricity or other motive power for the conveyance of persons, people, passengers, residents, travelers and the public generally, in, through, over and along the streets of the said city of Indianapolis, its suburbs and the towns, communities, districts and places adjacent thereto, the same to be laid, erected, constructed, extended, run and operated through, over, on, upon and along the line of route, streets, highways, avenues and thoroughfares of the said city and adjacent territories according to and pursuant to the franchise granted by the city council of the said city of Indianapolis as follows, to wit:

(Here describe lines of routes, streets, avenues, etc., according to the franchise); with the right to extend and operate the same from time to time as the same may become necessary and as the corporation may be ordered and directed by the city council of the said city of Indianapolis.

FORM 418.

Street Railroad (3).

To construct, purchase or rent from other companies or persons or by renting, or operating contracts obtained from such companies or

persons, the use and possession of, or to otherwise acquire lines and systems of street and interurban street railroad in, to, through and between cities, towns and villages of (here name towns) in the counties of (here name counties) all in the state of ——— and to a point on the state line due west to the city of ———, and connecting at such point with lines of interurban street railroads in the city of ———, and to maintain and operate such lines and systems, with all powers which a corporation organized under the laws of the state of Indiana for the incorporation of street and interurban street railroad companies has or may have to consolidate with companies owning or operating such railroad in the state of ———, or to purchase, lease or otherwise acquire such road, or by renting, or operating contracts or agreements to obtain and have the use of such railroads for the transportation of all passengers and property in connection with the line of street and interurban street railroads operated by such corporation in the state of ———. Also that the power which said corporation has or may have under the laws of the state of Indiana to produce and dispose of electricity and steam for lights, heat or power or for other purposes to which it may be adapted and the consent of all the present and future stockholders of the company is hereby given to purchase or acquire, hold and use by this company or the plant and other property, real and personal, right, contracts, privileges, easements and franchises of any incorporated company which, or person or persons who, may be engaged in supplying electricity or steam for light, heat or power in any cities or towns in the vicinity thereof named in these articles of association.

The maintenance and operation of the street and interurban street railroad and other businesses and operations of the company may be carried on in, to, through and between the towns, cities and villages herein named or any of them and other intermediate cities, towns and villages.

FORM 419.

Street Sprinkling and Cleaning.

To engage in the business of sprinkling and cleaning streets, avenues, alleys, sidewalks and roadways generally; and to acquire, own, equip and maintain vehicles, machines, implements and appliances for the purpose of collecting and removing dirt, dust, filth, and all accumulations upon said streets, avenues, alleys, sidewalks and roadways generally, to be operated by horses or by steam, electric, gasoline or other motive power; and to own, equip and maintain in connection therewith vehicles, machines, wagons and other implements and ap-

pliances for the purpose of washing, wetting and sprinkling such streets, avenues, alleys, roadways and sidewalks, the same to be operated with horses or other motive power; and to keep, maintain and employ a corps of men with animals or other motive power sufficient that such vehicles, wagons, machines, instruments and appliances to properly clean, wet and sprinkle the said streets, avenues, alleys, sidewalks and roadways of the city of ——— or any part thereof.

FORM 420.

Sugar.

1. To acquire by purchase, lease, exchange or otherwise plantations, lands or any interest therein, machinery, tools and instruments, either in the United States or without the United States; to acquire, construct and operate sugar or other plantations; sugar or other refineries, buildings, mills, factories, distilleries, paper mills, oil wells and other works; to plant, cultivate and deal in sugar cane, maize, tobacco or other crops; to purchase, sell, raise and deal in live stock; to buy, acquire, build, possess, rent or sell dwelling houses; to own, lease or otherwise acquire stores, and to do a general merchandise business.

2. To carry on the business of manufacturing, producing, refining, adapting, preparing, buying, selling and dealing in, and shipping and transporting sugar cane, sugar, molasses, syrups, melada and all the products thereof.

3. To operate refineries, distilleries, paper mills, oil wells and plantations; to receive, forward and transport all classes of freight by land or water; to carry on in the Island of Cuba or out of it business in agriculture, mining operations and manufactures of all kinds.

4. To construct or acquire and operate steamboat and sailing vessels, docks or wharves convenient or necessary to the business of the company.

5. To acquire or construct railroads (other than railroads within the state of ———), and to operate the same.

6. To purchase, receive, own and sell bonds, mortgages, debentures, notes, shares of capital stock and other securities, contracts or other evidences of indebtedness of any other corporation, and, while the owner and holder thereof, to exercise, in respect thereto, any and all the rights, power and privileges of individual owners thereof.

7. To carry on the business of warehousing and all business necessary and impliedly incidental thereto.

8. To issue certificates, negotiable or otherwise, to persons warehousing goods with the company; to act as general warehousemen, to

make advances or loans upon the security of such goods or otherwise; to enter into and perform contracts of every sort and kind, with any person, firm, association or corporation; to manage the affairs or take over and carry on the business of any other company, either by acquiring shares of stock and other securities thereof or otherwise; to exercise all and any of the powers of owners or holders of shares of stock or securities thereof; to receive and distribute as profits the dividends and interest of such shares of stock or securities.

FORM 421.

Sugar Refineries.

The planting, cultivating, growing, producing, buying, importing, manufacturing, selling, exporting and dealing in sugar and coffee in all their forms, and food products generally, and the carrying on of any business, collateral or incidental thereto, and also the acquiring, holding, purchasing, mortgaging, leasing, conveying and disposing of real and personal property, both tangible and intangible, and licenses, rights and patents, as well within the state of —— as out of said state; the giving of notes, bonds, obligations, pledges, securities, mortgages and contracts; the receiving, holding, owning and selling of the bonds and obligations of other corporations and persons; and the holding, owning, voting upon, transferring, hypothecating and selling of the shares of other corporations, domestic and foreign. The business of the corporation in all its branches is to be conducted not only in the state of ——, but also in any of the states east of the Mississippi River and such other states and territories of the United States as the board of directors may determine; and may also, if they so decide, be conducted in foreign countries. Any or all of the powers in this certificate enumerated, and any other powers which the corporation shall possess, may, so far as permitted by law, be exercised by the board of directors without action by the stockholders. No concurrence by the stockholders shall be necessary in the purchase, lease, mortgage, sale or other disposition of any real or personal property wheresoever situate.

FORM 422.

Surgical Instruments.

To manufacture and generally deal in surgical instruments and appliances of all kinds and descriptions.

FORM 423.

Table Water.

To bottle and sell natural and carbonated mineral spring water at wholesale and retail so far as may be necessary, to purchase springs of pure water and land for erecting the proper buildings for carrying on said business.

FORM 424.

Tanneries.

To construct, build, maintain, operate one or more tanneries in the state of ———, also to buy, sell, import, export and generally deal in hides, skins, raw and finished, and leather of all classes and descriptions. Also to purchase, sell, lease or otherwise acquire lands, timber and bark required for the operation of the aforesaid line of business.

FORM 425.

Telegraph.

To build, construct, own and acquire by purchase, lease or otherwise a complete telegraph line, from the city of New York in the state of New York as one terminus, to the city of Chicago in the state of Illinois as the other terminus, and passing through the said states of New York, Pennsylvania, Ohio, Illinois and Indiana, and passing into and through the following cities in the said state of New York (here state names of cities), the following named cities in the state of Pennsylvania (here state names of cities), the following named cities in the state of Ohio (here name cities in Ohio), the following named cities in the state of Illinois (here state names of cities) and the following named cities in the state of Indiana (here state names of cities), the entire length of line being about one thousand miles; to acquire, own and hold the right and rights of way with the necessary poles, supports, wires, lines and cables and with the necessary instruments, batteries, machines, appliances and articles for the complete operation of the same; and to manage, operate, control and use such telegraph lines and systems for the use and benefit of the public generally, for hire, and to send and transmit messages, telegrams and communications for hire for the public generally, and to do and engage in the general business of sending messages, telegrams and communications by telegraph for hire as a common carrier.

FORM 426.

Telephone.

To build, construct, operate and maintain a telephone exchange, with poles, lines and supports; the same to be constructed, operated and maintained in, through, along and over the streets, avenues and alleys generally of the city of Dover, state of Delaware, and to be maintained and operated with such poles, supports, lines, together with instruments, receivers, transmitters and batteries, together with all instruments and appliances suitable, necessary and convenient for the proper and profitable use of a general telephone exchange and system, for hire, for the use, convenience and accommodation of the citizens and residents and the public generally of the said city of Dover.

FORM 427.

Tile.

To acquire by purchase or lease real estate, and to build, construct and erect buildings, structures and edifices for the purpose of making and manufacturing tile; to prepare, arrange and equip such buildings with machinery, tools, implements, furnaces, blasts and all the necessary equipments for the complete manufacture and production of tile and tiling for floors, walks, roofs, hearths, mantels, walls, and for any and all uses to which any such tile and tiling can be put or used; to purchase, acquire and keep on hand for such manufacture the proper materials for the manufacture of such tile and tiling; and to employ in the operation of said building and in the manufacture and making of such tile and tiling a sufficient corps of laborers and skilled mechanics and artisans to make and manufacture such tile and tiling; and to deal in and buy and sell at wholesale and retail plain and fancy tile and tiling and clay goods and products generally.

FORM 428.

Theater and Music Hall.

To carry on the business of theatrical proprietors, music hall proprietors, caterers for public entertainments, concerts and exhibitions, ballets, conjuring, juggling and other variety entertainments, and to provide, engage and employ actors, dancers, singers, variety performers, athletes and theatrical and musical artists, and to produce and pre-

sent to the public all sorts of shows, exhibitions and amusements which are or may be produced at a theater or music hall.

To carry on the business of restaurant keepers and vendors of wine, spirits and tobacco, mineral waters and provisions, and of refreshment contractors generally.

To acquire copyrights, right of representation, licenses and privileges of any sort likely to be conducive to the objects of the company, and to employ persons to write, compose or invent plays, songs, interludes, prologues, epilogues, poetry, music and dances, and to remunerate such persons, and to print or publish, or cause to be printed or published any play, poem, song or works of which the company may have the copyright or the right to publish; and to sell, distribute and deal with any matter so printed as the company may see fit; and to grant licenses or rights in respect of any property of the company to any other person, firm or company.

FORM 429.

Theatrical.

The purposes for which this corporation is to be formed are as follows: To encourage and cultivate a taste for music, literature and the arts, and to erect, maintain, purchase or rent, one or more buildings for that purpose; to give or cause to be given in the cities of ——— and ———, and any other cities or towns in the United States and elsewhere operatic or dramatic representations, concerts and other entertainments; to acquire, equip and maintain by purchase, lease or otherwise, one or more theaters or opera houses; to acquire all necessary costumes, scenery, properties, musical libraries and other material for use in connection with the giving of operatic or dramatic entertainments.

FORM 430.

Thread.

To manufacture cotton, linen, silk, wool and other threads, cloths, fabrics and other manufacturers, articles and goods composed in whole or in part of cotton, flax, hemp, silk, wool or other material; to buy, grow, prepare and sell the stock and raw material for said manufacture, and to purchase or manufacture blocks, spools, bobbins, boxes, tickets, labels, wrappers, show cards, machines, tools and other appliances, articles or products whatsoever required in, and connected with the said business, and the trading in, dealing in, selling and disposing of the articles purchased or manufactured by the company.

FORM 431.

Title Insurance.

For insuring title to real estate and making and certifying to abstracts of titles of real estate, examining records for liens and incumbrances of all kinds, and for sufficient consideration to insure any and all titles so abstracted and certified and to guarantee to any purchaser or intended purchaser that the title of any property so abstracted is good in law and free from all liens and incumbrances as shown by any such abstract so furnished, and to indemnify by bond or otherwise for a sufficient consideration the legality and validity of any such title in law.

FORM 432.

Tobacco.

1. The purposes for which this corporation is to be formed are: To own, acquire, maintain, carry on and conduct the business of wholesale and retail cigar and tobacco dealers, and generally to deal in and with cigars, cigarettes, tobaccos and tobacco products of all kinds and forms, and articles and materials in any wise related thereto or connected therewith.

2. To buy, sell, deal in, use, operate and maintain the business and good will, trade marks, trade names, property, fixtures, plans and appurtenances of any kind belonging to persons or corporations now or hereafter engaged in a business similar to that of this corporation, and in the manufacture and sale of property and the construction of works necessary or useful to the business of this corporation, and to pay for the same in cash or in the stock, bonds or other evidences of indebtedness of this company.

3. To lease, buy, sell and deal in real estate, improved or unimproved, and to purchase, manufacture, acquire, hold, own, mortgage, pledge, lease, sell, assign, transfer, invest in, trade, deal in or with goods, wares, merchandise and property of every description, and to carry on any of the above business or any other business connected with them, either manufacturing or otherwise, both within the state of ——— or elsewhere, to the extent that the laws of the state will permit.

4. To purchase, acquire, hold and dispose of the stocks, bonds and other evidences of indebtedness to any corporation, domestic or foreign, and issue in exchange therefor its stock, bonds or other obligations, and while owner of any such stock, bonds or other obligations

to possess and exercise in respect thereof all the rights and powers and privileges of individual owners or holders thereof, and to exercise any and all voting powers thereon.

5. To do all or any acts in furtherance of any of the above-named powers or necessary or incidental to the conducting of any business herein, and for promoting and securing greater economies in the operation thereof.

FORM 433.

Towing and Transportation.

1. To build, construct, fit, equip, furnish, own, purchase, charter, use, operate and navigate boats, barges and vessels of all classes and descriptions propelled by sail, steam, electricity or other power, and to use and operate the same in lawful business, trade, commerce or navigation upon the ocean, or upon any seas, estuaries, sounds, gulfs, harbors, bays, lakes, rivers, canals, creeks or other waterways, and to furnish facilities for towing, lighterage and transportation upon such waters.

2. To furnish and supply facilities for and to engage in the business of carriage, transportation, storage and lading of freight, goods, wares and merchandise, mails, property or passengers upon such waters or waterways.

3. To construct buildings, bridges, machinery, ships, boats, engines, cars and other equipment, railroads, docks, slips, elevators, water works, machine shops, electrical works, viaducts, aqueducts, canals, and any other means of transportation, and to sell the same or otherwise dispose thereof or to maintain and operate the same.

4. To construct, lease, own or sell transportation line or lines by land or water in any state or country, subject to the laws of such state or country either directly or through ownership of stock of any corporation and permit, construct, provide, acquire, carry out, maintain, improve, manage, develop, control, take or sell, lease, let, license to work and dispose of the same, except that the company shall not maintain or operate any railroad or canal in the state of ——— as aforesaid.

5. To engage in, permit, conduct and carry on the business of ship chandlers in all its branches, and to furnish and supply any and all articles necessary, useful or desirable in the navigation of ships, steamboats and other vessels and provide supplies therefor.

FORM 434.

Trading Stamps.

1. To design, manufacture, print and engrave premium stamps, tickets or coupons, and to use, sell or otherwise dispose of the same to merchants, manufacturers, or to any person, firm, copartnership or corporation, for distribution or sale by them to their customers; to exchange such stamps, tickets or coupons for goods, chattels, wares and merchandise; to co-operate and contract with merchants, manufacturers, copartnerships, corporations or other persons for the purpose of furnishing them with premium stamps, tickets or coupons for their customers, and to give them goods, chattels, wares and merchandise in exchange for such premium stamps, tickets or coupons; to carry on a general advertising business in all its branches, both as principals and agents; to carry on the business of printers, stationers, engravers, designers and dealers in paper; to establish and conduct a general store for the sale or exchange of goods, chattels, wares and merchandise of any and every class and description.

2. To manufacture, buy and sell commercial, trading and advertising stamps and devices.

FORM 435.

Train Control.

To manufacture, buy, sell, import, export, install, maintain and generally deal in railroad switches, train-controlling devices, signals and equipment; to manufacture, buy, sell, export, import and generally deal in iron, steel, manganese, coke, copper, lumber and all or any articles consisting or partly consisting of iron, steel, copper, wood or other materials, and all or any products thereof; to acquire by purchase or otherwise land or buildings, mills, plants, machinery, secret processes or other things found necessary or convenient for the purposes of the company.

To manufacture or purchase, or both, all tools, machinery and appliances necessary, proper or convenient for the carrying on of the said business.

FORM 436.

Transfer.

To own, equip, maintain and operate a general transfer business in the city of Cleveland, in the state of Ohio, by means of vehicles, wagons, carriages, cabs, taxicabs and automobiles, operated by horses,

electric and gasoline and other motor power, with and by which to transfer, transport, convey and haul passengers and travelers and for the accommodation of the traveling public generally in, through, and about the said city of Cleveland, and to haul, transport and convey baggage, boxes, parcels and any and all such like articles that may be for transfer or transportation, and to do a general transfer business for the accommodation of the public generally for hire in the said city of Cleveland.

FORM 437.

Tropical Trading.

To buy, sell, import, export, manufacture and generally deal in timber of all kinds and descriptions; to manufacture, prepare, sell and generally deal in cabinet and other woods; to build, maintain and operate mills, saw-mills, flour-mills and factories to be operated by steam, electricity or other power; to buy, sell, and generally deal in lands; to establish, maintain and operate plantations; to produce, manufacture, purchase, market, export, import and generally deal in rubber, chicle gum, tobacco, coffee, fruits, grain, live stock and any and all kinds of tropical and sub-tropical products.

FORM 438.

Trucking.

To carry on a general trucking, contracting and stevedore business, and to that end to manufacture, acquire, deal in, advertise and dispose of trucks, carriages and other vehicles and kindred appliances, and to trade and deal in draft animals and apparatus and other things properly appertaining and belonging to said business.

FORM 439.

Turbine Engines.

To manufacture, construct, purchase or otherwise acquire, deal in, export, import, sell, hire, lease, use, repair, operate and maintain ships, vessels, yachts, launches, torpedo boats, tug-boats and boats and vessels of any and every character, and any and all parts, devices, instruments, engines, machinery, materials, appliances and things whatsoever adapted to be used in the construction of, upon or in connection with or in the operation of ships, vessels, yachts, launches, torpedo

boats, tug-boats, and boats and vessels of any and every character; also to equip such ships, vessels, yachts, launches, torpedo boats, tug-boats and boats and vessels of any and every character.

FORM 440.

Typesetting Machines.

To purchase, manufacture, sell and lease machinery and instrumentalities and all other materials and objects used in the art of printing and all improvements thereon and substitutes therefor, and all materials used in manufacturing the same; and also acquiring and disposing of rights to manufacture, use and sell or otherwise dispose of rights to manufacture, use and sell or otherwise dispose of such machines, instrumentalities and materials; and also transacting other kinds of business incidental thereto, or which may be profitably carried on in connection therewith.

FORM 441.

Typewriting Machines.

To carry on the business of manufacturing, buying, leasing, renting, selling, operating and distributing writing machines, typewriters, typewriter materials, appliances and inventions, and all other materials and articles connected with, or in anywise relating to the manufacture, sale or use of writing machines and typewriters; to establish and maintain manufactories, agencies and depots for the manufacture, purchase, sale, exchange, delivery and distribution of writing machines, typewriters and typewriter appliances and supplies; to purchase, receive, hold, assign, license to use, or otherwise dispose of any patents for inventions, discoveries or rights therein, owned, operated, used or employed in the business of manufacturing, buying, selling or using writing machines, typewriters or typewriter supplies.

FORM 442.

Undertakers.

To transact a general undertaking, burial and funeral furnishing business.

FORM 443.

Underwriting.

1. To hold, purchase or otherwise acquire, to sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock and bonds, debentures, or other evidences of indebtedness created by other corporations, and while holders thereof to exercise all the rights and privileges of ownership, including the right to vote thereon.

2. To become a party to any lawful agreement for sharing profits or to any union of interest, co-operation or mutual arrangement with any person, firm or company carrying on or engaged in any business connected with or similar to the business of this corporation, or that is conducting any business or transaction capable of being conducted so as to directly or indirectly benefit this corporation, and to lend money to or to otherwise assist any such person, firm or company, and to take or otherwise acquire and hold shares or stock in, or securities of any such person, firm or company, and to sell, hold, reissue or otherwise deal with such shares, stock or securities.

3. To enter into, make, perform and carry out contracts, and become and act as agent for life, fire and other insurance companies in the business of procuring applications for insurance, and to acquire, or carry out and perform contracts of agency of any person, firm or company with life and fire and other insurance companies, and to pay cash or to issue stocks, bonds, or other obligations of this corporation in payment therefor.

4. To act as agent or broker in the business of life, marine, fire, accident and fidelity insurance in the business of giving protection to principals and employes, and to any other kind or class of insurance in all its branches.

5. This corporation shall have power to conduct its business in all its branches in other states, territories and possessions of the United States, and in foreign countries, and may have one or more offices outside of the state of ———, and may hold, purchase, mortgage and convey real and personal property, either in or outside of the state of ———.

6. The corporation shall have power to issue bonds, debentures and other obligations and shares of its capital stock in payment for property purchased or acquired by it, or for any other object in or about its business; to mortgage or pledge stocks, bonds or other obligations or any property which may be acquired by it; to secure any bonds, debentures or other obligations by it issued or incurred; so far as allowed by law to acquire, purchase and reissue its own capital stock,

to remunerate any person, firm or company for services rendered in placing or assisting to place, or guaranteeing the placing of any debentures or other securities of the company, or in or about the formation or promotion of the company or the conduct of its business; to make and perform contracts pertaining to the business of the company and in carrying on its business, or for the purpose of attaining or furthering any of its objects; to do any and all other acts and things, and to exercise any and all other powers which a natural person or partnership could do or exercise, and which now or hereafter may be authorized by law.

FORM 444.

Vacuum Cleaner.

To manufacture, buy, sell and operate mechanical vacuum cleaning devices with the right to purchase, hold and sell patent rights for inventions and designs in connection with and pertinent thereto.

FORM 445.

Valves.

To manufacture, buy, sell, import, export and generally deal in valves, engines, boilers, tools and machinery of all kinds, classes and descriptions, and in connection therewith to purchase, lease or otherwise acquire lands and buildings for the erection of an establishment thereon, and manufactories and workshops with necessary plants, engines, machinery and structures thereon.

FORM 446.

Warehouse.

To carry on the business of cold storage and warehousing and all the business necessarily or impliedly incidental thereto; and to further carry on the business of general warehousing in all its several branches, to construct, hire, purchase, operate and maintain all or any conveyances for the transportation in cold storage or otherwise by land or by water of any and all products, goods or manufactured articles; to issue certificates and warrants, negotiable or otherwise, to persons warehousing goods with the company, and to make advances or loans upon the security of such goods or otherwise; to manufacture, sell and trade in all goods usually dealt in by warehousemen; to construct, purchase, take on lease or otherwise acquire any wharf, pier, dock or

works capable of being advantageously used in connection with the shipping and carrying or other business of the company; and generally to carry on and undertake any business undertaking, transaction or operation commonly carried on or undertaken by warehousemen, and any other business which may from time to time seem to the directors capable of being conveniently carried on in connection with the above, or calculated directly or indirectly to enhance the value of or render profitable any of the company's properties or rights.

FORM 447.

Watches, Jewelry and Precious Stones.

To buy, sell, manufacture, export, import and generally deal in jewelry, watches and diamonds; to buy, lease or otherwise acquire, maintain and operate jewelry stores; to carry on the business of wholesale and retail dealers, watch manufacturers and diamond merchants.

FORM 448.

Water.

To acquire water by purchase, development or otherwise, to construct reservoirs or water towers, erect pumping machinery, laying of water mains, pipes, gates, valves and hydrants; to furnish and sell water to manufactories, private corporations and individuals for fire protection, manufacturing and domestic use, and collect payment or rentals for the same.

FORM 449.

Water Heaters.

To manufacture, buy, sell, import, export and generally deal in water heaters for domestic and business uses, and in connection therewith to manufacture, buy, sell, import, export and generally deal in engines, boilers, water pipes and plumbers' supplies of all classes and descriptions.

FORM 450.

Water Transportation.

To construct, equip, purchase, own, sell and lease vessels of every nature and description, however propelled, and to operate and navigate the same on any and all public and private waters of the world in

any lawful undertaking or business, whether for the transportation of merchandise or passengers or for towing or lighterage; to construct buildings, machinery, docks, slips and elevators calculated in any way to facilitate the means and methods of transportation, towing or lighterage, and to sell the same and to carry on the business of ship chandlers and supply any and all materials necessary and useful in the operation and navigation of vessels.

FORM 451.

Welding.

To manufacture welded and riveted steel cylinders, furnaces, flues and tanks and other plate metal construction, and to conduct a general boiler-making and machine business.

FORM 452.

Wharf and Warehouse.

To acquire, hold, rent, lease, improve and convey lands and lands under water and riparian, dock and maritime rights, to construct docks, dry docks, wharves, piers, basins, derricks, elevators, warehouses, manufactories, stores, shops, tracks and other structures thereon, and to rent, lease and convey the same; to buy, sell, store, manufacture, import and export merchandise, machinery and products, and to build, own, repair and charter ships and vessels, afford them dockage; to commission, own, buy and sell such ships and vessels, and generally to carry on a land improvement, real estate, dock, shipping and merchandise business.

FORM 453.

Wheels and Spokes.

To manufacture and sell any and all articles of commerce made of metal or wood, or both, consisting of spokes, hubs, rims, wheels and handles, and of doing a business incident thereto.

FORM 454.

Wood Pulp.

To own and operate a plant composed of buildings, engines, boilers, machinery, vats, tanks and all appliances, implements, tools and ar-

ticles necessary, proper and convenient in the manufacture of wood pulp and strawboard and other fibre; and as a part of and incident to such business, of mining iron, pyrites, clay, sulphur, coal, stone, asbestos, agolite and any and all fibrous materials and minerals; and as a part of and incident to such business to purchase, own and hold wood, timber and trees, and with mills, sawmills and the necessary machinery, tools and implements for the cutting and preparing of such wood and timber in order to manufacture the same into wood pulp and to buy and sell at wholesale and retail and to deal in wood pulp, its products and by-products thereof generally.

FORM 455.

Woodworking.

To make, manufacture and work wood into sashes, doors, frames, cornices, columns, balustrades and all kinds of planed and finished lumber, and sell the same.

FORM 456.

Woolen and Worsted.

To carry on the trade or business of manufacturing, producing, adapting, preparing, buying and selling, and otherwise dealing in woolen and worsted goods and other fabrics, and to manufacture, produce, purchase, adapt, prepare, use, sell or otherwise deal in any materials, articles or things required for, or in connection with, or incidental to, the manufacture, use, purchase, sale of, or other dealing in woolen and worsted goods and other fabrics; and generally to carry on any other manufacturing business which can conveniently be carried on in conjunction with any of the matters aforesaid, or in or upon the premises of the company.

FORM 457.

Wrecking Company (1).

To wreck, destroy, tear down and remove buildings and structures of all kinds and to tear out, take out, remove, set and reset boilers, engines, fixtures, safes, printing presses and all kinds of machinery, fixtures and appliances used in building various shops and houses.

To sell all kinds of material or fixtures taken from any such buildings, structures or houses, and to buy and sell at wholesale and retail building materials of all kinds, including timbers, lumber, shingles, lathes, doors and windows, and including such building material as in-

cludes hinges and locks, boilers, engines, fixtures, radiators, pipe connections, of all kinds and description used in building and repairing, both new and second hand.

FORM 458.

Wrecking (2).

To do and carry on a general business of wrecking, tearing down and destroying buildings, houses and all structures and edifices, and to tear out, take out and remove from buildings, houses, shops and other edifices and structures, engines, boilers, machinery, safes and all fixtures of any kinds, and to sell and exchange and deal in generally the building material, timber, lumber, bricks, stone, glass and any and all such material taken from houses, buildings and structures so wrecked, torn down and destroyed, and to deal in and sell generally any and all such engines, boilers, machinery, furnaces, safes and fixtures so taken and removed from any such buildings, houses, structures and edifices; and to keep for sale and to sell and deal in all building material of every kind and description both new and second hand.

FORM 459.

Yarn Mill.

To carry on the business of cotton doublers, weavers, flax and jute spinners, linen manufacturers, cotton flax, hemp, jute and wool merchants; wool combers and worsted spinners, woolen spinners, yarn merchants, worsted makers, stuff and silk manufacturers, bleachers and dyers, and makers of vitriol, bleaching and dyeing material, and to purchase, comb, prepare, spin, dye and deal in flax, hemp, jute, wool, cotton, silk and other fibrous substances, and to weave or otherwise manufacture, buy and sell linen, cloth and other goods and fabrics whether textile, fiddled, netted or looped.

3. Preferred Stock Clauses.

FORM 460.

Cumulative Dividends and Preference on Dissolution With Consent to Increase and Exchange.

The amount of authorized capital stock of such corporation shall be _____ dollars divided into _____ shares of _____ dollars each. Of

the shares authorized, ——— shares shall be preferred stock;¹ all to be now issued, with the privilege to be increased as hereinafter provided, and ——— shares shall be common stock.²

The terms, conditions, limitations and provisions upon which said preferred stock is issued are these:

1. The holders thereof shall be entitled to receive out of the net profits a fixed minimum dividend at the rate of ——— per cent per annum, to be payable at such periods as the directors may determine,³ before any dividend can be set apart or paid on the common stock for the period theretofore elapsed;⁴ and the principal or par value of said preferred stock, with accumulated ——— per cent dividends, shall be paid in full in preference to the common stock in the event of any liquidation of the company, whether through insolvency or the termination of its corporate existence or otherwise.⁵ The minimum preferred dividends thereon are to be cumulative, so that if for any period or periods the same cannot be safely paid or may not be paid, the right thereto shall accumulate as against the common stock, and all arrears thereof so accumulated must be paid before dividends can be commenced or resumed on the common stock.⁶

In any year or quarter year after payment of dividends at the rate of ——— per cent per annum on the preferred stock, the holders of common stock shall be entitled to all profits distributed as dividends up to ——— per cent per annum on their stock. In any calendar year when dividends aggregating ——— per cent shall have been paid on the common stock, if it be desired by the directors to pay out any profits in further dividends, the same shall be distributed pro rata between the common and the preferred stocks up to the amount of ——— per cent additional in the aggregate for such calendar year on each class of stock, but all profits which may be paid by way of dividends in any calendar year in excess of ——— per cent on the preferred stock shall be distributed wholly upon the common stock.⁷

2. The preferred stock is issued to and accepted by stockholders upon the express understanding made and entered into between said company and the present and all future stockholders thereof, that the preferred stock of said company may hereafter be increased as follows:⁸

(a) It may be increased from time to time in an amount not exceeding ——— dollars, par value, in the aggregate, making an issue of ——— dollars altogether, of said preferred stock, upon the vote or written consent of a majority of the company's board of directors, and

¹ §§ 3426, 3427, 3586 et seq.

² § 3593.

³ § 5297.

⁴ § 5345.

⁵ §§ 3613, 6590.

⁶ § 5349 et seq.

⁷ See § 5297.

⁸ §§ 3593, 3595, 3596.

of a majority in interest of the stockholders, together with a compliance with the requirements of the laws of the state made and provided, with reference to the increase of capital stock of corporations of this nature.⁹

(b) After the issue, if such be made, of such additional preferred stock, making ——— dollars in all, there may be issued from time to time additional amounts, not exceeding ——— dollars, making a total issue of preferred stock of ——— dollars, but such last mentioned increase of ——— dollars can only be made upon the written consent or vote of a majority of the board of directors, and the written consent or favorable vote of persons holding a majority of each of the two classes of stock, preferred and common, outstanding at the time, together with a compliance with those requirements of the laws of the state of New York made and provided with reference to the increase of the capital stock of corporations of this nature.

(c) After the issue of ——— dollars of preferred stock as aforesaid, if so much should be issued, there may be issued additional amounts from time to time, provided an equal amount of common stock shall have been issued at par for cash or its equivalent in property at a cash value, and provided there be obtained in favor of such increase, the written consent or vote of a majority of the directors, and the written consent or favorable vote of persons holding a majority of each of the two classes of stock, preferred and common, outstanding at the time; and said preferred stock shall not be increased beyond said limit of ——— dollars excepting after and upon compliance with all the provisions and conditions in this paragraph contained in addition to those requirements of the laws of the state made and provided with reference to the increase of capital stock of corporations of this nature.

3. With the new issues of preferred stock, as herein provided, or any part thereof, the directors may, in their discretion, lower the minimum rate of preference dividend, and also limit the maximum dividends to be paid thereon provided that no such new preferred stocks shall on that account be disposed of, at less than par.

4. Any holder or holders of preferred stock may at any time and from time to time, upon his or their written request, exchange the preferred stock so held by him or them for common stock, share for share, subject to the provisions of law in such case made and provided, and to the by-laws of the company, whereupon the certificates for the preferred stock so surrendered shall be cancelled and the issue of preferred stock as so provided shall be limited accordingly, and certificates of common stock shall be issued in lieu thereof.

⁹ See § 3620 et seq.

5. The company shall have the option of retiring preferred stock in whole or in part at any time and from time to time at a premium of _____ per cent; in other words, at the price of _____ dollars per share cash, in addition to dividends accumulated and accrued. Such retirement shall be effected either by payments out of the surplus fund, if any, of the company, or from proceeds of common stock that may be issued in lieu of the preferred stock so to be retired, or by an exchange of the common stock so to be issued in place of the preferred stock so to be retired, but in case any preferred stock shall be retired and cancelled without the issue of at least an equivalent amount of common stock, steps must be taken for the reduction of the capital stock of the company as provided by law, and in no case shall any such preferred stock be redeemed for cash under circumstances which would produce any impairment of the capital stock of the company.¹⁰

But such retirement or redemption of stock can only be effected on one month's notice after drawing by lot, and the preferred stockholders affected thereby shall have the option during that time of converting the stock so drawn into common stock by exchange as above provided.

¹⁰ § 3600.

FORM 461.

Cumulative Dividends Without Participation in Management.

The amount of capital stock is to be _____ dollars, of which _____ dollars is to be preferred stock, and _____ dollars common stock. The said _____ dollars of preferred stock shall be entitled to receive dividends at the rate of _____ per cent per annum, payable semi-annually on the first days of _____ and _____, in each year, out of the earnings of said company in preference to any dividends upon the common stock, and said dividends shall be cumulative so that any deficiency in the dividends to be paid on said preferred stock in any year shall be made good out of the earnings of subsequent years before any dividends shall be paid upon the common stock. Such preferred stock shall not, however, be entitled to participate in any other or additional earnings or profits, but shall be entitled to be repaid in full upon any distribution of the assets of said corporation in the event of insolvency or dissolution, before any distribution of capital shall be made to the holders of the common stock; and the amount of said preferred stock shall not be changed or altered by any reduction in capital of said corporation without the consent in writing of the holders of a majority thereof. The control and management of the said corporation is to be in the hands of the holders of the common stock so long as the business

of the company is able to pay from its earnings, or reserve, dividends of ——— per cent per annum on all the preferred stock, the holders of such preferred shares to have no voting power so long as said dividends on said preferred shares shall not be earned and paid for a period of ——— years, then and in such case the preferred stock of said corporation shall, upon the expiration of said ——— years, but in no event earlier than ——— years, have the same voting power as the common shares, to wit: one vote for each share of stock.

See notes to Form 460 (a).

FORM 462.

Convertible Preferred Shares.

Every holder of preferred shares of stock of this company shall be entitled at any time, except when the books of the corporation are closed for the payment of dividends, to surrender his certificates of preferred stock, and receive in lieu thereof an equal number of shares of the common stock, share for share. All certificates of preferred stock thus exchanged for common stock shall be retired and cancelled and never again reissued, and the certificates so issued in lieu thereof shall thereafter be and remain common stock.

FORM 463.

Cumulative Dividends Limited and Stock Classified on Increase With Consent.

The amount of the capital stock is ——— dollars, divided into ——— shares, of the par value of ——— dollars each, and all shares of this original issue shall be of one uniform kind and subject to the same terms, limitations and provisions.

The corporation may at any time hereafter have both preferred and common stock, provided, however, that in such case the capital shall be increased, and provided further that the division of the capital stock when increased into two classes, preferred and common, shall have been authorized, by the written consent or by vote, of stockholders owning and representing at least a majority of the stock of the corporation taken at a meeting of stockholders specially called for that purpose.

In such case and at the same time the stockholders shall determine whether the new issue or the original issue shall be made the preferred stock.

The dividends on the preferred stock shall be limited to ——— per

cent per annum, and such dividends are to be cumulative, so that if for any periods the same cannot be safely paid or may not be paid the right thereto shall accumulate as against the common stock, and all arrears thereof so accumulated must be paid before dividends can be commenced or resumed on the common stock.

See notes to Form 460 (a).

FORM 464.

Cumulative Dividends and Stock Preference.

The preferred stock shall entitle the holder to receive a cumulative dividend in each year at the rate of _____ per cent payable semi-annually out of the net earnings of the company before any dividend shall be declared or paid on the common stock and, on dissolution, shall be entitled to a preference and a priority of payment over the common stock in any distribution of the property of said corporation.

See notes to Form 460 (a).

FORM 465.

Cumulative Dividends and Limited to Par Value on Distribution.

The preferred stock is entitled to preference and priority over the common stock in manner, to wit: To receive cumulative dividends at the rate of _____ per cent per annum, payable on the _____ day of _____, in each year, before any dividend on the common stock shall be paid, and, upon dissolution, after all of the debts of the corporation shall have been paid, the assets, property and effects shall first be applied to the payment of the said preferred stock at par, with any unpaid accumulations thereon, and before any payment is made to the holders of the common, and the balance to the payment of said common stock. The common stock shall be entitled to all net earnings and profits in excess of the cumulative dividends of _____ per cent per annum payable on the preferred stock.

See notes to Form 460 (a).

FORM 466.

Cumulative Dividends and Stock Preference Limited on Distribution.

The preferred stock shall entitle the holder thereof to receive out of the surplus or net earnings of each fiscal year a non-cumulative dividend at the rate of, but never exceeding, six (6) per cent per annum,

payable annually before any dividends shall be set apart or paid on the common stock for such year and the remainder of the surplus or net earnings applicable to the payment of dividends shall be distributed as dividends among the holders of the common stock, as and when the board shall determine.

In case of liquidation or dissolution or distribution of assets of the corporation, the holders of preferred stock shall be paid the par amount of such preferred shares before any amount shall be payable to the holders of the common stock; and after the payment of the par amount of such preferred shares to the holders thereof, the balance of the assets and funds of the corporation shall be distributed wholly among the holders of the common stock.

See notes to Form 460. See also, § 5351.

FORM 467.

First and Second Preferred Shares—Cumulative Dividends and Voting.

The holders of the first preferred stock shall be entitled to receive when and as declared from the surplus or net profits of the corporation yearly dividends at the rate of seven per cent per annum, and no more, payable semi-annually on the dates to be fixed by the by-laws. The dividends on the first preferred stock shall be cumulative and shall be payable before any dividends on the second preferred stock or the common stock shall be paid or set apart, so that if in any year dividends amounting to 7 per cent shall not have been paid thereon, the deficiency shall be payable before any dividends shall be paid upon or set apart for the second preferred or common stock. Whenever all cumulative dividends on the first preferred stock for all previous years shall have been declared, and shall have become payable, and the accrued semi-annual installment for the current year shall have been declared, and the company shall have paid such declared cumulative dividends for previous years, and such accrued semi-annual installment upon said first preferred stock, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof, the holders of the second preferred stock shall be entitled to receive when and as declared from the remaining surplus or net profits of the corporation after the payment of the cumulative dividends and accrued semi-annual installment upon the first preferred stock as aforesaid yearly dividends at the rate of seven per cent per annum and no more, payable semi-annually on dates to be fixed by the by-laws. The dividends on the second preferred stock shall also be cumulative, and shall be pay-

able before any dividend on the common stock shall be paid or set apart, so that if in any year dividends amounting to seven per cent shall not have been paid on said second preferred stock, the deficiency shall be payable before any dividend shall be paid upon or set apart for the common stock. Whenever all cumulative dividends on the preferred stock, both first preferred and second preferred, for all previous years shall have been declared and shall have become payable, and the accrued semi-annual installments for all the preferred stock for the current year shall have been declared, and the company shall have paid such cumulative dividends for previous years upon both said first preferred and second preferred stock in the order aforesaid, and also such accrued semi-annual installments thereon as aforesaid, or shall have set aside from its surplus or net profits a sum sufficient for the payment thereof as aforesaid, the board of directors may declare dividends on the common stock payable then or thereafter out of any remaining surplus or net profits.

Each share of first preferred, second preferred and common stock shall have the same voting power in all corporate affairs, and each share thereof shall be entitled to one vote in such affairs with the power of cumulative voting as conferred by law, and from time to time the first preferred, second preferred, common stock, or any one or more of said classes of stock may be increased according to law, and may be issued in such amounts and proportions and for such consideration as shall be determined by the board of directors and permitted by law. In the event of any liquidation, dissolution or winding up, whether voluntary or involuntary, of the corporation, the holders of the first preferred stock shall share equally, and be entitled to be paid in full both the par amount of their shares and the unpaid dividends accrued thereon before any amount shall be paid to the holders of the second preferred stock, and after the payment in full of all unpaid dividends accrued upon and the par value of the first preferred stock then the holders of the second preferred stock shall share equally and be entitled to be paid in full both the par amount of their shares and the unpaid dividends accrued thereon before any amount shall be paid to the holders of the common stock, and after the payment in the order aforesaid to the holders of all the preferred stock of its par value and of all the unpaid declared or accrued dividends thereon, the remaining assets and funds shall be divided and paid to the holders of the common stock equally and pro rata according to their respective shares.

FORM 468.

Non-Cumulative Dividends and Par Value on Distribution.

The preferred stock shall receive in each year out of the earnings of the corporation declared as dividends by the board of directors, non-cumulative dividends up to ——— per centum of the outstanding preferred stock, before any dividends are paid in such year upon the common stock and, in addition, an amount equal to ——— per centum of all earnings declared as dividends in such year upon the common stock.¹

The common stock shall be entitled to all the earnings of the corporation declared as dividends, except as above provided with respect to dividends upon the preferred stock.

Upon the dissolution of the corporation and distribution of its assets, the preferred stock shall be paid in full at par before any amount shall be paid on account of the common stock, and the common stock shall be entitled to receive all assets remaining after such payment of the preferred stock.²

¹ § 5351.

² §§ 3613, 6590.

See also, notes to Form 460 (a).

FORM 469.

Non-Cumulative Dividends.

The preferred stock of said company shall be entitled to a dividend of not exceeding five per cent in any one year, which dividend shall be non-cumulative and payable out of the net earnings before any dividend is paid upon the common stock.¹

¹ § 5351.

FORM 470.

Non-Cumulative Dividends—Payable Quarterly.

The holders of preferred stock shall be entitled, out of any and all surplus or net profits, whenever declared by the board of directors, to non-cumulative dividends at the rate of, but not exceeding, six per cent per annum, for the fiscal year, beginning on the first day of April, 1911, and for each and every fiscal year thereafter, payable in preference and priority to any payment of any dividend on the common stock for such fiscal year and payable quarterly, or otherwise, as the board of directors may from time to time determine. Such dividends

on preferred stock shall be payable out of the accumulated profits and not out of profits of any subsequent year or years. •

All remaining surplus or net profits of such year, beginning April 1, 1911, and of any other fiscal year, shall be applicable to dividends upon the common stock, and payable quarterly or otherwise, and as the same shall be declared by the board of directors.

In the event of any liquidation or dissolution or winding up (whether voluntarily or involuntarily) of the corporation, the holders of the preferred stock shall be entitled to be paid in full the par amount of their shares and after the payment to the holders of the preferred stock of its par value, the remaining assets and funds shall be divided and paid to the holders of the common stock, according to their respective shares.

The common stock shall be subject to the prior rights of the holders of the preferred stock, as herein declared.

FORM 471.

Non-Cumulative Dividends—Payable Half-Quarterly.

The said preferred stock shall entitle the holders to receive in each year a dividend of eight per cent, payable half-yearly before any dividend shall be set apart or paid on said general or common stock, and if the net profits in any year shall not be sufficient to pay a dividend of eight per cent on said preferred stock, then such dividend shall be paid thereon as the net profits of the year will suffice to pay. The holders of the preferred stock shall have the preference of the assets of the company, but the dividends thereon are not to be cumulative, but shall be payable each year only out of profits of that year, and such preferred stock and the certificates therefor may be issued by the board of directors by resolution.

FORM 472.

Preferred Shares May be Retired.

The corporation may retire the preferred stock on any day on which a dividend thereon shall be payable at the price per share of ——— dollars and accrued dividends, provided it give at least ——— days' notice of such retirement in the manner to be provided in the by-laws.¹

¹ § 3600.

FORM 473.

Option to Retire Preference Shares.

The company shall have the option of retiring the preferred stock, in whole or in part, at any time, from time to time, by paying to such holders hereof the sum of ——— dollars for each share of such preferred stock, together with any accumulated dividends due thereon.

Such retirement shall be effected either by payment out of the surplus fund, if any, of the company, or from proceeds of the common stock that may be issued in lieu of the preferred stock so to be retired, or by exchange of the common stock so to be issued in place of the preferred stock so to be retired, but in case any preferred stock shall be retired and cancelled without the issue of at least the equivalent amount of common stock, proceedings must be taken for the reduction of the capital stock of the company as provided by law, but no preferred stock shall be redeemed for cash under circumstances which would produce any impairment of the capital stock of the company.

But such retirement or redemption of stock can only be effected on one month's notice after drawing by lot, and the preferred stockholders affected thereby shall have the option during that time of converting the stock so drawn into common stock by exchange as above provided.

See § 3600.

FORM 474.

Right of Preference Shares to Vote.

Said preferred stock shall not be entitled to vote at any meeting of the stockholders, except as otherwise required by statute, and shall not be entitled to participate in the management of the corporation. Such right to vote at any meeting for the election of directors or at any meeting of stockholders concerning the management of the corporation, except as otherwise provided by statute, shall be exercised exclusively by the holders of the common stock.¹

¹ §§ 855, 856, 859, 3605.

FORM 475.

Founders' Shares.

The total amount of the authorized capital stock of this company, which is ——— dollars, consisting of ——— shares of the par value of one hundred dollars each, shall be divided and classified as follows:

Of the said stock ——— dollars shall be ordinary or common shares, and the balance, viz.: ——— dollars are to be called "founders' shares," and are to confer on the holders thereof, ratably and in proportion to the number of founders' shares held by them respectively, the rights following, that is to say:

The right to one-fourth the surplus profits of the company of each year which shall remain after paying or providing for the payment out of such profits of a dividend for each share at the rate of six per cent per annum on the whole capital, including both classes, issued and outstanding, and paid up, and after making due provisions for the reserve or surplus fund, in accordance with the provisions hereinafter set forth.

The right to one-fourth of any part of the reserve fund aforesaid, or the income thereof, which it may at any time be determined to divide among all the stockholders.

The right to one-fourth of the surplus assets which in the winding up of the affairs of the company shall remain after paying off the whole of the paid up capital.

Any of the shares of the capital original or increased, may, pursuant to the statutes of New Jersey, be issued without any preferential, special or qualified rights or conditions as regards capital, voting or otherwise, attached thereto, with the consent of the holders of two-thirds of the said founders' shares issued and outstanding and not otherwise, and always so that the rights hereby attached to the founders' shares shall not be infringed.

The directors shall from time to time set aside a percentage on the surplus profits in that behalf mentioned in the next clause contained as reserve or surplus funds to meet any liabilities or contingencies, or as working capital or for such other purpose as the directors shall in their absolute discretion think conducive to the interests of the company.

The profits of each year shall be applicable as follows:

(a) Of the profits, fifty per cent each year to be carried to the reserve fund, together with a sum additional, if any, as the directors shall think proper (with the consent in writing of the holders of two-thirds of the founders' shares), which reserve fund may, in the absolute discretion of the directors, be applied to the purchase and acquisition of property, real and personal, and to the purchase and acquisition of its own capital stock, and may take said capital stock in payment or satisfaction of any debt due the company from time to time and to the extent and in such manner and upon such terms as its board of directors shall determine, and it may reissue said stock so acquired.

Neither said surplus fund nor the property, nor the capital stock so purchased and acquired, nor any of its capital taken in payment or sat-

isfaction of any debt due the company, shall be regarded as profits for the purpose of the declaration or payment of dividends unless a majority of the board of directors, or the holders of a majority of all the stock then issued and outstanding, shall otherwise determine.

The unused balance of said reserve fund shall, after the close of each year, be retained in said reserve fund until such reserve fund shall be equal to the capital stock for the time being paid up and outstanding.

(b) To the payment of dividend or dividends to the close of such year on all the stock of the company of both classes issued and outstanding, as hereinbefore provided.

There shall be seven directors of the company, divided into two classes in respect to the time for which they shall severally hold office.

The first class, composed of four members, shall be chosen exclusively by the holders of the founders' shares for the time being, and shall hold their offices for the term of two years, and until the election of their successors, and the second class, composed of three members, shall be chosen exclusively by the holders of the general or common stock for the time being, and shall hold their offices for the term of one year, and until the election of their successors. The successors of the directors of said two classes respectively, shall be chosen by the holders of the founders' shares and by the holders of the general or common shares as aforesaid, so that four of the directors shall at all times be chosen by the holders of the founders' shares and three of the directors be chosen by the holders of the general or common shares.

See § 3440.

4. Acknowledgments.

FORM 476.

STATE OF ———, COUNTY OF ———, ss:

On this ——— day of ———, 1910, before me, a notary public in and for said county and state, personally appeared ———, known to me to be the persons named in and who executed the foregoing instrument, and severally acknowledged that they executed the same freely and for the intents and purposes therein mentioned.

(Seal.)

———, Notary Public.¹

¹ § 199.

FORM 477.

STATE OF ———, COUNTY OF ———, ss:

Personally appeared before me, the undersigned notary public, in and for said county and state, this 20th day of January, A. D. 1910,

A B, C D, and E F, to me personally known to be the persons described in and who executed the foregoing certificate, and severally acknowledged that they executed the same for the purposes therein set forth.

(Seal.)

———, Notary Public.

FORM 478.

STATE OF ———, COUNTY OF ———, ss:

Personally appeared before me, the undersigned, a notary public, in and for said county and state, this first day of March, A. D. 1910, the above named A B, C D, E F and G H, who severally acknowledged the signing of the foregoing articles of incorporation to be their free act and deed, for the uses and purposes therein mentioned.

Witness my hand and notarial seal on the day and year last aforesaid.

(Seal.)

———, Notary Public.

FORM 479.

STATE OF ———, COUNTY OF ———, ss:

I, the undersigned, notary public in and for said county and state, do hereby certify that A B, C D, E F and G H, personally known to me to be the persons whose names are subscribed to the annexed and foregoing certificate of incorporation, appeared before me this day in person, and acknowledged that they signed, sealed and delivered the said instrument of writing as their free and voluntary act for the uses and purposes therein set forth.

Given under my hand and seal, etc.

(Seal.)

———, Notary Public.

FORM 480.

STATE OF ———, COUNTY OF ———, ss:

Before me, John Jones, a notary public in and for said county and state, personally appeared ———, the said persons being to me personally known to be the identical persons whose names are subscribed to the foregoing articles of incorporation, and each for himself acknowledged the same to be his free and voluntary act and deed for the uses and purposes therein expressed.

Witness my hand and notarial seal, etc.

(Seal.)

———, Notary Public.

FORM 481.

STATE OF ———, COUNTY OF ———, SS:

Be it remembered, that on this 10th day of March, A. D. 1910, before the undersigned notary public, personally appeared the above named A B, C D, E F and G H, well and personally known to me to be the same persons described in and who executed the foregoing instrument and severally duly acknowledged to me that they executed the same.

In witness whereof, etc.

(Seal.)

———, Notary Public.

FORM 482.

STATE OF ———, COUNTY OF ———, SS:

On this 10th day of January, A. D. 1910, before me, the undersigned notary public, personally appeared A B, to me personally known, who, being by me duly sworn, did say that he is the president of the Cold Ice Company, and that the seal affixed to said instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors, and that said A B acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, etc.

(Seal.)

———, Notary Public.

FORM 483.

STATE OF CALIFORNIA, COUNTY OF TULARE, SS:

On this 25th day of January, A. D. 1910, before me, the undersigned, notary public, in and for said county and state, personally appeared A B, known to me to be president of the above named Croesus Mining Company, the corporation that executed the within instrument, and acknowledged to me that said corporation executed the same.

In witness whereof, etc.

(Seal.)

———, Notary Public.

FORM 484.

STATE OF INDIANA, COUNTY OF MARION, SS:

Before me, Edward F. White, a notary public in and for said county and state, personally appeared A B, C D, E F and G H and acknowledged the execution of the foregoing articles of incorporation for the uses and purposes therein named.

Witness my hand and notarial seal, etc.

(Seal.)

———, Notary Public.

FORM 485.

STATE OF MISSOURI, COUNTY OF ST. LOUIS, ss:

On this first day of February, A. D. 1910, before me, personally appeared A B, C D and E F, to me known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed.

In witness whereof, etc.

(Seal.)

———, Notary Public.

FORM 486.

STATE OF NEW JERSEY, COUNTY OF HUDSON, ss:

Be it remembered that on this 23d day of February, A. D. 1910, before the undersigned, personally appeared Charles C. Cluff, William J. Curtis and Charles McVeagh, who, I am satisfied, are the persons named in and who executed the foregoing certificate; and I having first made known to them and to each of them the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed.

(Seal.)

———, Notary Public.

FORM 487.

STATE OF WASHINGTON, COUNTY OF ———, ss:

I, Thomas A. Bullock, a notary public in and for said state of Washington, county of ———, duly commissioned, sworn and qualified, do hereby certify that on this 1st day of March, A. D. 1910, before me personally appeared A B, C D, E F, G H and I J, to me known to be the individuals described in and who executed the within instrument, and acknowledged that they signed and sealed the same as their free and voluntary act and deed for the uses and purposes herein mentioned.

Given under my hand and seal, etc.

(Seal.)

———, Notary Public.

FORM 488.

STATE OF WEST VIRGINIA, COUNTY OF ———, ss:

I, James Smith, the undersigned notary public, in and for said county and state aforesaid, hereby certify that A B, C D, E F, and G H, whose names are signed to the foregoing agreement, bearing date on the 1st day of March, A. D. 1910, this day personally appeared before me and in my said county, and severally acknowledged their signatures to the same.

And I further certify that A B and C D, two of the corporators

named in said agreement, made oath before me that the amount therein stated to have been paid on the capital stock has been in good faith paid in, for the purposes and business of the intended corporation, without any intention or understanding that the same shall be withdrawn therefrom before the expiration or dissolution of this corporation.

Given under my hand and official seal, etc.

(Seal.)

_____, Notary Public.

5. Affidavits.

FORM 489.

STATE OF SOUTH DAKOTA, COUNTY OF _____, ss:

A B and E F, being duly sworn, each for himself deposes and says that he is one of the persons described in and who signed the foregoing articles of incorporation as an incorporator therein; that he has read said articles and knows the contents thereof; that the incorporators intend in good faith to form a corporation for the purpose of the formation of a lawful business, as set forth in said articles, and not for the purpose of enabling any corporation or corporations to avoid provisions of sections 770-781, inclusive, of the Revised Penal Code of 1903 of the state of South Dakota, relating to unlawful trusts and combinations and laws amendatory thereto.

(Signed) A B,
E F.

Subscribed and sworn to, etc.

(Seal.)

FORM 490.

STATE OF _____, COUNTY OF _____, ss:

Before me personally came A B, to me known, who, being by me duly sworn, did depose and say that he reside in the city of _____; that he is the president of the Deep Sea Fisheries Company, the corporation described in and which executed the above instrument. That he knows the seal of said corporation; that the seal affixed to said instrument is the corporate seal of said corporation; that it was so affixed by order of the board of directors of said corporation, and that he signed the same thereto by said order.

(Signed) A B.

Subscribed and sworn to, etc.

(Seal.)

FORM 491.

Anti-Trust Affidavit.

STATE OF MISSOURI, COUNTY OF ———, ss:

I, ———, do solemnly swear that I am the ——— (president, secretary or managing officer) of the corporation known and styled ———, duly incorporated under the laws of Missouri, on the ——— day of ———, 1910, and now transacting or conducting business in the state of Missouri, and that I am duly authorized to represent said corporation in the making of this affidavit. And I do further swear that the said ———, known and styled as aforesaid, is not now, and has not at any time within one year from the date of this affidavit, created, entered into, become a member of, or participated in any pool trust, agreement, combination, confederation or understanding with any other corporation, partnership, individual or any other person or association of persons, to regulate or fix the price of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining, or any article or thing whatsoever, or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm; and that it has not entered into, or become a member of or a party to any pool, trust, agreement, contract, combination or confederation to fix or limit the amount or quantity of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining, or any article or thing whatsoever, or the price or premium to be paid for insuring property against loss or damage by fire, lightning, or storm; and that it has not issued and does not own any trust certificates, and for any corporation, agent, officer or employe, or for the directors or stockholders of any corporation, has not entered into and is not now in any combination, contract or agreement with any person or persons, corporation or corporations, or with any stockholder or director thereof, the purpose and effect of which said combination, contract or agreement would be to place the management or control of such combination or combinations, or the manufactured product thereof, in the hands of any trustee or trustees, with the intent to limit or fix the price, or lessen the production and sale of any article of commerce, use or consumption, or to prevent, restrict or diminish the manufacture or output of any article; and that it has not made or entered into any arrangement, contract or agreement with any person, association of persons or corporation, designed to lessen, or which tends to lessen, full and free competition in the importation, manufacture or sale of any article, product or commodity in this state, or under the terms of which it is proposed, stipulated, pro-

vided, agreed or understood that any particular or specified article, product or commodity shall be dealt in, sold or offered for sale in this state, to the exclusion, in whole or in part, of any competing article, product or commodity.

(President, Secretary or Managing Officer.)

Subscribed and sworn to before me, a _____, within and for the county of _____, this _____ day of _____, 19—.

(Seal.)

Received and filed.

FORM 492.

Acknowledgment—Alabama.

STATE OF ALABAMA, COUNTY OF JEFFERSON, SS:

I, Hugh C. Crane, a notary public in and for said county and state, hereby certify that W. W. Fox, whose name as the president of the Birmingham Steel Company, a corporation, is signed to the foregoing instrument (mortgage, deed, etc.), and who is known to me, acknowledged before me this day, being informed of the contents of said instrument that he, as such officer, and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand this 10th day of January, A. D. 1910.

FORM 493.

Acknowledgment—Alaska.

TERRITORY OF ALASKA, COUNTY OF SKAGWAY, SS:

Before me, Arthur Frame, a notary public in and for said county and territory, on this day personally appeared J. S. Harding, known to me to be the person whose name is subscribed to the foregoing instrument as president of the Skagway Cold Storage Company, the corporation described in the foregoing instrument, and acknowledged to me as such officer that he executed the same for said corporation: and that he executed the same for the purpose and consideration therein expressed as its free act and deed and by him voluntarily executed.

Given under my hand and seal of office this 10th day of January, A. D. 1910.

(Signed and sealed.)

FORM 494.

Acknowledgment—Arizona.

TERRITORY OF ARIZONA, COUNTY OF MARICOPA, ss:

Before me, Charles S. Ainsworth, a notary public in and for said territory and county, on this day personally appeared J. H. Kibbey, known to me to be the person whose name is subscribed to the foregoing instrument as president of the Phoenix Water Company, the corporation described in the foregoing instrument, and acknowledged to me as such officer that he executed the same for said corporation; and that he acknowledged the same for the purpose and consideration therein expressed as its free act and deed and by him voluntarily executed.

Given under my hand and seal of office this 10th day of January, A. D. 1910.

FORM 495.

Acknowledgment—Arkansas.

STATE OF ARKANSAS, COUNTY OF UNION, ss:

On this day personally appeared before me the undersigned, R. L. Floyd, a notary public in and for the county and state aforesaid, W. N. Van Hook, to me well known as the president of the Eldorado Savings Bank; a corporation organized under the laws of the state of Arkansas and having its office and place of business at the city of Eldorado, Union County, Arkansas, and J. H. Green, to me well known as the secretary of said corporation, and acknowledged that they had in their said official capacities executed the foregoing deed as the act and deed of said company for the consideration and purpose therein mentioned.

Witness my hand and official seal this 20th day of February, A. D. 1910.

FORM 496.

Acknowledgment—California.

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES, ss:

On this first day of March, in the year one thousand nine hundred and ten, before me, Nathaniel P. Conrey, judge of the superior court, personally appeared Joel H. Moorman, known to me to be the president of the corporation that executed the within instrument, and acknowledged to me that such corporation executed the same.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year in this certificate as above written.

NATHANIEL P. CONREY,

(Seal.)

Judge Superior Court.

FORM 497.

Acknowledgment—Colorado.

STATE OF COLORADO, COUNTY OF DENVER, SS:

I, G. E. Ritter, a notary public in and for said county in the state aforesaid, do hereby certify that Ben B. Lindsey, president, and John A. Rush, secretary, of the Denver Juvenile Rescue Mission Company, who are personally known to me to be the president and secretary, and who are personally known to me to be the same persons who executed the within instrument in writing on behalf of the Denver Juvenile Rescue Mission Company, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as their free and voluntary act, and the free and voluntary act of said company for the uses and purposes therein specified.

Given under my hand and seal this 1st day of March, A. D. 1910.

FORM 498.

Acknowledgment—Connecticut.

STATE OF CONNECTICUT, COUNTY OF HARTFORD, SS:

Then and there personally appeared J. F. Walsh, president of the Hartford Supply Company, signer and sealer of the foregoing instrument, and acknowledged the same to be his free act and deed as president as aforesaid, and the free act and deed of said corporation before me.

In witness whereof, I have hereunto set my hand and notarial seal this 10th day of February, A. D. 1910.

JOSEPH BARR, Notary Public.

FORM 499.

Acknowledgment—District of Columbia.

DISTRICT OF COLUMBIA, SS:

On this 25th day of January, A. D. 1910, before me appeared William H. Dennis, to me personally known, who, being by me duly sworn, did upon oath say that he is the president of the corporation, The Washington Aristocratic Club, and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors, and said William H. Dennis acknowledged said instrument to be the free act and deed of said corporation.

In testimony whereof, I hereunto set my hand and affix my official seal the day and year first above written.

FORM 500.

Acknowledgment—Delaware.

STATE OF DELAWARE, COUNTY OF KENT, SS:

Be it remembered, that on this 1st day of February, A. D. one thousand nine hundred and ten, before me, Frank H. Davis, a notary public for the state of Delaware, personally came Thomas C. Frame, president of the Dover Fisheries Company, a party to this indenture known to me personally to be such, and acknowledged said indenture to be his act and deed and the act and deed of said company, and the seal thereof affixed to be the common and corporate seal of said company duly affixed by its authority, and that the signing, sealing, acknowledgment and delivery of said indenture was duly authorized by resolution of its board of directors.

Given under my hand and seal of office the day and year aforesaid.

FORM 501.

Acknowledgment—Florida.

STATE OF FLORIDA, COUNTY OF LEON, SS:

On this 20th day of January, A. D. 1910, before me, J. L. Neeley, a notary public in and for said county and state, personally appeared W. C. Hodges, president of the Florida Seedless Orange Company, to me known to be the person described in and who executed the foregoing instrument and acknowledged the execution thereof to be the free act and deed of the said Florida Seedless Orange Company, for the uses and purposes therein mentioned.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

FORM 502.

Acknowledgment—Georgia.

STATE OF GEORGIA, COUNTY OF FULTON, SS:

Before me, John W. Cox, the undersigned notary public in and for said county and state, personally came Walter R. Brown and Herbert A. Sage, each to me personally known to be the individuals described in and who executed the foregoing indenture and to be respectively the president and secretary of the Atlanta Electric Light Company: and the said Walter R. Brown and Herbert A. Sage each acknowledged to me that he executed the said instrument in behalf of and as the free, true and lawful act and deed of said corporation for the uses and pur-

poses therein mentioned, and they each acknowledged the same to be his true and lawful act.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

FORM 503.

Acknowledgment—Territory of Hawaii.

TERRITORY OF HAWAII, COUNTY OF OAHU, SS:

On this 25th day of January, A. D. 1910, before me appeared S. B. Dole, to me personally known, who, being by me duly sworn, did say that he is the president of the Pacific Steamship Navigation Company; and that the seal affixed to the above and foregoing instrument is the corporate seal of said corporation and that said instrument is signed and sealed in behalf of said corporation by authority of its board of directors, and the said S. B. Dole acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto set my hand and notarial seal the day and year above written.

JOHN DOE, Notary Public.

FORM 504.

Acknowledgment—New Jersey.

STATE OF NEW JERSEY, COUNTY OF PASSAIC, SS:

Be it remembered that on this 20th day of January, A. D. 1910, before me, in the state and county aforesaid personally came John O. Benson and Daniel L. Campbell, each to me personally known and personally known to me to be the individuals described in and who executed the foregoing indenture, and to be respectively the president and secretary of the Georgia Midland Railroad Company; and the said John O. Benson and Daniel L. Campbell each acknowledged to me that he executed the same in behalf of and as the free, true and lawful deed of the said corporation for the uses and purposes therein mentioned, and they each acknowledged the same to be his true and lawful act.

In witness whereof, I have hereunto set my hand and affixed my official seal the day and year first above written.

WILLIAM M. SMITH,
Commissioners for the State of Georgia.

FORM 505.

Acknowledgment—Idaho.

STATE OF IDAHO, COUNTY OF ADA, SS:

On the 30th day of January, in the year 1910, before me, Charles S. Kingsley, the undersigned notary public in and for said county and state personally appeared Karl Pain, known to me to be the president of the Idaho Black Sheep Company, the corporation that executed the within instrument, and acknowledged to me that said corporation executed the same.

In witness whereof, etc.

FORM 506.

Acknowledgment—Illinois.

STATE OF ILLINOIS, COUNTY OF McLEAN, SS:

I, Henry S. Dooley, a notary public in and for said county and state, do hereby certify that R. M. Benjamin, president of the above-named Bloomington Law Library Association, personally known to me to be the same person whose name is subscribed to the foregoing instrument as such president, and to be such president of said association, appeared before me this day in person and acknowledged that he, as such, signed, sealed and delivered said instrument as the free and voluntary act of said corporation and as his own free and voluntary act as such president thereunto duly authorized for the uses and purposes therein set forth.

Given under my hand and official seal this 23d day of January, A. D. 1910.

FORM 507.

Acknowledgment—Indiana.

STATE OF INDIANA, COUNTY OF MARION, SS:

Be it remembered that on the first day of February, A. D. 1910, before me, Richard V. Sipe, a notary public in and for said county and state, personally appeared the Hoosier Mills Company, a corporation, by Edgar A. Evans, its president, and acknowledged the execution of the above and foregoing instrument as the voluntary act and deed of said company for the uses and purposes therein set forth.

In witness whereof, etc.

FORM 508.

Acknowledgment—Iowa.

STATE OF IOWA, COUNTY OF WAPELLO, SS:

On this 31st day of January, A. D. 1910, before me personally appeared John F. Webber, to me personally known, who, being by me duly sworn, did say that he is president of the Wapello Mortgage Loan Association, a corporation of said state and county, and that the seal affixed to the within and foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors, and said John F. Webber acknowledged said instrument to be the voluntary act and deed of said corporation by each of them voluntarily executed.

Witness my hand and seal of the district court the day and year first above written.

M. A. ROBERTS, District Judge.

FORM 509.

Acknowledgment—Kansas.

STATE OF KANSAS, COUNTY OF BOURBON, SS:

Be it remembered, that on the 1st day of February, A. D. 1910, before me, the undersigned, a notary public within and for the county and state aforesaid, personally came William W. Padgett, president of the Fort Scott Land and Improvement Company, a corporation duly organized and incorporated and existing under the laws of the said state of Kansas, who is personally known to me to be such officer, and who is personally known to me to be the person who executed, as such officer, the within instrument of writing, and as such person duly acknowledged the execution of the same to be the act and deed of said corporation.

In witness whereof, etc.

FORM 510.

Acknowledgment—Kentucky.

STATE OF KENTUCKY, COUNTY OF CAMPBELL, SS:

Personally appeared before me, a notary public in and for county and state aforesaid, A. B. Drake, president of the Newport Novelty Company, a corporation duly organized and incorporated and existing under and by virtue of the laws of the state of Kentucky, and C. D. Long, secretary of said corporation, who are personally known to me

to be such officers, and who are personally known to me to be the same persons who executed as such officers the within and foregoing instrument of writing, and such persons duly acknowledged the execution of the same to be the act and deed of said corporation.

Subscribed to in my presence this 21st day of January, A. D. 1910.

FORM 511.

Acknowledgment—Louisiana.

STATE OF LOUISIANA, COUNTY OF ORLEANS, CITY OF NEW ORLEANS, SS:

On this 25th day of January, A. D. 1910, before me, the subscriber, George T. Lapeyre, duly appointed to take proof and acknowledgment of deeds and other instruments, came Emerson E. Addington, president, and Watts D. Addington, secretary, of the Southern Fire Insurance Company, to me personally known to be the individuals described in and who executed the within and preceding instrument, and they each duly acknowledged to me in the presence of the subscribing witnesses that the above-named corporation executed the said instrument as its free act and deed, and that they and each of them executed said instrument for and on behalf of the said corporation, and being by me each duly sworn, severally and each for himself doth and sayeth that they are the officers, the president and secretary, respectively, of the company aforesaid, and that the seal affixed to the preceding instrument is the corporate seal of said company; and that the said corporate seal and their signatures as such officers were duly affixed and subscribed to the said instrument by the authority and direction of said corporation.

In witness whereof, etc.

FORM 512.

Acknowledgment—Maine.

STATE OF MAINE, COUNTY OF KENNEBEC, SS:

Personally appeared the above-named Charles W. Jones, president of the Kennebec Lumber Company, and acknowledged the above instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto set my hand and notarial seal this 21st day of January, A. D. 1910.

MELVIN C. SAWTELLE, Notary Public.

FORM 513.

Acknowledgment—Maryland.

STATE OF MARYLAND, COUNTY OF WASHINGTON, ss:

Before the subscriber, a notary public of the state of Maryland, in and for the said county of Washington, personally appeared on this 26th day of January, A. D. 1910, William Kealhofer, president of the Hagerstown Milling Company, he being known to me to be the person named in the foregoing instrument, and being personally known to me to be the president of the said Hagerstown Milling Company, acknowledged the execution of the above and foregoing instrument by him as such president for and on behalf of said corporation to be his voluntary act and deed; and acknowledged the execution of the above and the foregoing instrument by the said corporation, the Hagerstown Milling Company, to be its voluntary act and deed for the uses and purposes therein set out.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

NORMAN B. SCOTT, Notary Public.

FORM 514.

Acknowledgment—Massachusetts.

STATE OF MASSACHUSETTS, COUNTY OF BRISTOL, ss:

On this first day of March, A. D. 1910, before me appeared William L. Douglas, to me personally known, who, being by me duly sworn, did say that he is the president of the Douglas Shoe Company, a corporation organized and existing under the laws of the state of Massachusetts, and that the seal affixed to the above and foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors; and said William L. Douglas acknowledged said instrument to be the free act and deed of said corporation.

In testimony whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

WILLIAM E. FULLER, Notary Public.

FORM 515.

Acknowledgment—Michigan.

STATE OF MICHIGAN, COUNTY OF CALHOUN, ss:

On this 1st day of February, A. D. 1910, before me appeared Albert N. Ford, to me personally known, who, being duly sworn, did say that

he is the president of the Battle Creek Sanitarium Company, and that the seal affixed to the above and foregoing instrument is the corporate seal of said corporation, and that the said instrument was signed and sealed in behalf of said corporation by authority of its board of directors; and said Albert N. Ford acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

CHARLES F. MCKENZIE, Notary Public.

FORM 516.

Acknowledgment—Minnesota.

STATE OF MINNESOTA, COUNTY OF HEMNEPIN, SS:

On this first day of March, A. D. 1910, before me, a notary public within and for said county and state, appeared John H. Steele and Thomas Kneeland, to me personally known, who, being by me duly sworn, did say respectively that they are the president and secretary of the Mercantile Adjustment Company, a corporation duly organized and existing under the laws of the state of Minnesota and located at the city of Minneapolis in the said state of Minnesota, and that the seal affixed to the above and foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors, and said above-named president and secretary respectively acknowledged said instrument to be the free act and deed of said corporation.

Witness my hand and notarial seal this 1st day of March, A. D. 1910.

ROBERT WATSON, Notary Public.

FORM 517.

Acknowledgment—Mississippi.

STATE OF MISSISSIPPI, COUNTY OF HINDS, SS:

Personally appeared before me, the undersigned, a notary public in and for the county and state aforesaid, Chalmers Alexander, who acknowledged that as president of, for and on behalf of, and by authority of the Jackson Land and Levee Company, he signed and affixed the corporate seal of said company to and delivered the foregoing instrument on the day and year therein mentioned.

Given under my hand and official seal this 15th day of February, A. D. 1910.

ROBERT LOWRY, Notary Public.

FORM 518.

Acknowledgment—Missouri.

STATE OF MISSOURI, COUNTY OF COLE, SS:

On this 1st day of March, in the year one thousand nine hundred and ten, before me, Byron H. Coon, a notary public in and for said county and state, personally appeared Fred W. Kelsey, to me personally known, who, being by me duly sworn, did say that he is president of the Conqueror Trust Company, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation, and that said instrument was signed and sealed in behalf of said corporation by authority of its board of directors; and said Fred W. Kelsey acknowledged said instrument to be the free act and deed of said corporation.

In witness whereof, etc.

FORM 519.

Acknowledgment—Montana.

STATE OF MONTANA, COUNTY OF YELLOWSTONE, SS:

On this 16th day of March, in the year one thousand nine hundred and ten, before me, Henry A. Frith, a notary public in and for said county and state, personally appeared Henry H. Nibbe, known to me to be the president of the Yellowstone Rapid Transportation Company, the corporation that executed the within and foregoing instrument, and acknowledged to me that such corporation executed the same.

In witness whereof, etc.

FORM 520.

Acknowledgment—Nebraska.

STATE OF NEBRASKA, COUNTY OF LANCASTER, SS:

On this 10th day of March, A. D. 1910, before me, a notary public duly commissioned and qualified in and for said county, personally came the above-named James E. Robertson, president, and Burt C. Enayert, secretary, of the Lincoln Beet Sugar Company, who are personally known to me to be the identical persons whose names are annexed to the above and foregoing deed as president and secretary of said corporation, and they acknowledged the instrument to be their voluntary act and deed, and the voluntary act and deed of said corporation.

Witness my hand and notarial seal at the city of Lincoln in said county the date aforesaid.

JOHN M. STUART, Notary Public.

FORM 521.

Acknowledgment—Nevada.

STATE OF NEVADA, COUNTY OF ORMSBY, SS:

On the 1st day of March, one thousand nine hundred and nine, before me, Robert Richards, a notary public in and for the said county of Ormsby, personally appeared James D. Finch, personally known to me to be the president of the Gold Gulch Mining Company, the corporation that executed the within and foregoing instrument, and acknowledged to me that such corporation executed the same freely and voluntarily, and for the uses and purposes therein mentioned.

In witness whereof, etc.

FORM 522.

Acknowledgment—New Hampshire.

STATE OF NEW HAMPSHIRE, COUNTY OF MERRIMACK, SS:

On the 1st day of February, A. D. 1910, the Boston and Maine Railroad Company, by J. H. Albin, its president and agent for this purpose, duly authorized, appeared and acknowledged the foregoing instrument, by it signed, to be its free act and deed.

Before me, Albert Jackson, a notary public in and for said county and state. (Signed.)

FORM 523.

Acknowledgment—New Jersey.

STATE OF NEW JERSEY, COUNTY OF MERCER, SS:

Be it remembered that on the 25th day of January, A. D. 1910, before me, a notary public in and for said county and state, personally appeared John T. Temple, president of the Trenton Street Cleaning Company, personally known to me, and who executed the above and foregoing deed, and I having first made known to him the contents thereof, he did acknowledge that the said corporation signed, sealed and delivered the same as its voluntary act and deed, and he did acknowledge that he as the president of said corporation signed, sealed and delivered the said deed for and on behalf of said corporation, for the uses and purposes therein expressed.

In witness whereof, etc.

FORM 524.

Proof of Execution—New Jersey.

STATE OF NEW JERSEY, COUNTY OF ESSEX, ss:

Be it remembered, that on the 5th day of March, in the year of our Lord one thousand nine hundred and ten, before me, the undersigned notary public in and for said county and state, personally appeared Francis Childs, to me known, who, being duly sworn according to law, on his oath does depose and say: That he is the president of the corporation, the Newark Surface Railway Company, the grantor in the foregoing deed named; that the seal affixed to the said deed is the corporate seal of said corporation; that he is the president and Joseph D. Galligher is the secretary of said corporation; that he as such president signed the said deed and that he saw the said Joseph D. Galligher as such secretary attest the same and affix thereto the seal of the corporation; that the said deed was signed, sealed and delivered as the voluntary act and deed of the said corporation and of this deponent as such president who signed the same by the order of the board of directors of said corporation; that the said Joseph D. Galligher signed his name thereto, as subscribing witness.

Subscribed and sworn to before me the day and year above written.
———, Notary Public.

FORM 525.

Proof of Execution—Outside of State.

STATE OF OHIO, COUNTY OF HAMILTON, ss:

Be it remembered that on the 1st day of March, in the year 1910, before me, the undersigned, John D. Long, a notary public in and for the city of Cincinnati, county of Hamilton, in the said state of Ohio, personally appeared William S. Diggs and James S. Drake, with whom I am personally acquainted and who are personally well known to me, and who, I am satisfied, are the president and secretary, respectively, of the North American Surety Company, grantor named in the within and foregoing conveyance, and I having first made known to them the contents of the said instrument, they, being by me duly sworn on his oath, did each for himself and neither for the other, depose and say that they resided, the said William S. Diggs in the city of Cincinnati, county of Hamilton and state of Ohio; that the said James S. Drake, in the city of Cincinnati, county of Hamilton, state of Ohio; that the said William S. Diggs is the president and the said James S. Drake the secretary of the North American Surety Company, the grantor mentioned in the above and foregoing instrument, and the corporation

described in and which executed the same; that they know the seal of said corporation; that the seal affixed to said instrument was such corporate seal; that it was so affixed by order of the board of directors of said corporation; and the said William S. Diggs signed the name of said corporation to said instrument by order of the board of directors of said corporation, and that they signed their names thereto by like order; and that the said James S. Drake did further depose and say that he saw the said William S. Diggs, as such president, sign the said instrument and heard him declare that he signed, sealed and delivered the same as the voluntary act and deed of the said corporation by its order, and that he, the said James S. Drake, signed his name thereto as a subscribing witness.

In testimony whereof, I have hereunto set my hand and notarial seal the day and year above written.

JOHN D. LONG, Notary Public.

FORM 526.

Acknowledgment—New Mexico.

TERRITORY OF NEW MEXICO, COUNTY OF SANTA FE, SS:

On this 10th day of March, A. D. 1910, before me, Max Frost, a notary public in and for said county and territory, personally appeared Candelario Martinez, to me personally known, who, being by me duly sworn, did say that he is the president of the corporation, the Long Desert Irrigation Company, and that the seal affixed to the above and foregoing instrument is the corporate seal of said corporation, and that such instrument was signed and sealed in behalf of such corporation by authority of its board of directors, and said Candelario Martinez acknowledged such instrument to be the free and voluntary act and deed of said corporation.

In witness whereof, I have hereunto subscribed my name and affixed my official seal the day and year in this certificate first above written.

MAX FROST, Notary Public.

FORM 527.

Acknowledgment—New York.

STATE OF NEW YORK, COUNTY OF NEW YORK, SS:

On the 15th day of January, in the year 1910, before me personally came James B. Kennedy, to me known, who, being by me duly sworn, did depose and say that he resided in the city of New York; that he is the president of the Kennedy Flouring Mill Company, the corpora-

tion described in and which executed the above and foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument was said corporate seal; that it was so affixed by order of the board of directors of said corporation, and that he signed the name of said corporation and that he signed his name thereto by like order.

JAMES B. KENNEDY.

Subscribed and sworn to.

FORM 528.

Proof of Execution—New York.

STATE OF NEW YORK, COUNTY OF NEW YORK, ss:

On the 17th day of January, in the year one thousand nine hundred and ten, before me, George H. Studdy, a notary public in and for said county and state, personally came Charles M. Hughes, to me known, who, being by me duly sworn, did depose and say that he resided in the city of New York and in the county and state of New York; that he is the president of the National Progressive Association, the corporation described in and which executed the above and foregoing instrument; that he knows the seal of said corporation, and that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the board of directors of said corporation, and that he signed the name of said corporation, and that he signed his name thereto by like order.

In witness whereof, etc.

FORM 529.

Proof of Execution—North Carolina.

STATE OF NORTH CAROLINA, COUNTY OF WAKE, ss:

This is to certify that on the 1st day of January, A. D. 1910, before me, Charles F. Fletcher, a notary public in and for said county and state, personally came John W. Hinsdale, with whom I am personally acquainted, who, being by me duly sworn, says that he is the president and that Claude M. Bernard is the secretary of the North Carolina Pine Tar Company, the corporation described in, and which executed the above and foregoing instrument; that he knows the common seal of said corporation; that the seal affixed to the foregoing instrument is said common seal, and the name of the corporation was subscribed thereto by the said president, and that said president and secretary subscribed their names thereto, and said common seal was

so affixed by order of the board of directors of said corporation; and that the said instrument is the act and deed of said corporation.

(Signed.)

FORM 530.

Proof of Execution—North Carolina.

STATE OF NORTH CAROLINA, COUNTY OF GUILFORD, SS:

This 1st day of March, A. D. 1910, personally came before me, George Mitchell, a notary public in and for said county and state, R. D. Douglass, who, being by me duly sworn, says that he knows the common seal of the Greensboro Loan and Trust Company, and is acquainted with E. E. Justice, who is the president of said corporation, and that said R. D. Douglass is the secretary of said corporation and saw the said president sign the above and foregoing instrument, and that he, as such secretary as aforesaid, affixed the said seal to said instrument, and that he signed his name in attestation of the execution of said instrument in the presence of said corporation.

In witness whereof, etc.

FORM 531.

Acknowledgment—North Dakota.

STATE OF NORTH DAKOTA, COUNTY OF WARD, SS:

On this 31st day of January, in the year one thousand nine hundred and ten, before me, John Bates, a notary public in and for said county and state, personally appeared Alfred Laisdell, known to me to be president of the Minot Peat and Fuel Company, the corporation that is described in and that executed the within and foregoing instrument, and acknowledged to me that such corporation acknowledged the same.

Witness my hand and seal.

FORM 532.

Acknowledgment—Ohio.

STATE OF OHIO, COUNTY OF FRANKLIN, SS:

Before the subscriber, a notary public in and for said county and state, personally came Cyrus Woodbury, who is the president of the said Anti Mortuary Insurance Company, and acknowledged that the name of said company was subscribed to the above and foregoing indenture by himself as the president thereof, and that the seal affixed thereto is the seal of said company, and that the said name was sub-

scribed and the said seal attached to the foregoing indenture by the direction and authority of said company and by order of its board of directors, and that the foregoing indenture is the act and deed of the said Anti Mortuary Insurance Company, for the uses and purposes therein mentioned.

In testimony whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

H. B. GACH, Notary Public.

FORM 533.

Acknowledgment—Oklahoma.

STATE OF OKLAHOMA, COUNTY OF LOGAN, ss:

Before me, John J. Boles, police judge in and for the city of Guthrie in the said county of Logan, state of Oklahoma, on this 1st day of March, A. D. 1910, personally appeared Gustave A. Erixon, to me known to be the president of the Oklahoma Independent Telephone Company, the corporation which executed the above and foregoing deed (or instrument), who did acknowledge the execution thereof to be the free and voluntary act of said company for the uses and purposes therein set forth.

In witness whereof, etc.

FORM 534.

Acknowledgment—Oregon.

STATE OF OREGON, COUNTY OF MULTNOMAH, ss:

On this 1st day of February, A. D. 1910, before me appeared W. S. Hodson, to me personally known, who, being duly sworn did say that he is the president of the Hodson Printing and Stationery Company, the corporation which executed the above and foregoing instrument, and that the seal affixed to such instrument is the corporate seal of such corporation, and that such instrument was so signed and sealed in behalf of said corporation by authority of its board of directors and the said W. S. Hodson acknowledged said instrument to be the free act and deed of said corporation.

In testimony whereof, I have hereunto set my hand and affixed my official seal this the day and year first in this my certificate written.

FORM 535.

Proof of Execution—Pennsylvania Outside of State.

STATE OF NEW JERSEY, COUNTY OF MERCER, SS:

Be it remembered that on the 1st day of March, A. D. 1910, before me, a commissioner of deeds in and for the state of New Jersey, duly appointed and commissioned as such by the governor of the commonwealth of Pennsylvania, and being now duly qualified to act as such commissioner for such commonwealth and a resident of the city of Trenton, county of Mercer, state of New Jersey, personally came Edwin C. Long, who being duly sworn according to law, doth depose and say: That he was personally present, and did see the common or corporate seal of the above named, The Trenton Fuel Gas Company, affixed to the foregoing indenture; that the seal so affixed is the common or corporate seal of said The Trenton Fuel Gas Company, and was so affixed by the authority of the said corporation acting through its directors as the act and deed thereof; that the above named Edwin C. Marshall is the president of said corporation, and did sign the said indenture as such in the presence of this deponent, and as such president did sign the name of said corporation to said indenture in the presence of this deponent; that this deponent is the secretary of said corporation, and that the name of this deponent above signed in the attestation of the due execution of the said indenture is in this deponent's own proper hand writing.

EDWIN C. LONG.

Subscribed and sworn to before me the day and year first above written.

(Seal.)

SAMUEL F. GARRISON, Commissioner of Deeds.

FORM 536.

Acknowledgment—Rhode Island.

STATE OF RHODE ISLAND, COUNTY OF PROVIDENCE, SS:

In the city of Providence in said county this 25th day of January, A. D. 1910, Henry E. Tiepake, president of the said Aldrick Hotel Company, personally known to me, and known to me to be the party executing the within and foregoing instrument, personally appeared before me and acknowledged the said instrument by him signed to be his free and voluntary act and deed and the free and voluntary act and deed of said The Aldrick Hotel Company.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

WILLIAM M. BOWEN, Notary Public.

FORM 537.

Acknowledgment—South Carolina.

STATE OF SOUTH CAROLINA, COUNTY OF CHARLESTON, SS:

Personally appeared before me George S. Holmes, a notary public in and for said county and state, P. H. Gadsden, and made oath that he saw the corporate seal of the Charleston Consolidated Railway, Gas and Electric Company affixed to the above written deed, and that he also saw J. C. Schroder, president, with William Austin, secretary of said Charleston Consolidated Railway, Gas and Electric Company, attest the same, and that he, deponent, with Donald M. Frost, witnesseth the execution and delivery thereof as the act and deed of said Charleston Consolidated Gas and Electric Company.

P. H. GADSDEN.

Subscribed and sworn to before me this 10th day of January, A. D. 1910.

(Seal.)

GEORGE S. HOLMES, Notary Public.

FORM 538.

Acknowledgment—South Dakota.

STATE OF SOUTH DAKOTA, COUNTY OF BEADLE, SS:

On the 18th day of February, A. D. 1910, before me, A. R. Abel, a notary public in and for the county and state aforesaid, personally appeared A. C. Gardner, known to me to be the president of the South Dakota Ginger Ale Company, the corporation that is described in and that executed the within and foregoing instrument and acknowledged to me that such corporation executed the same.

In witness whereof, etc.

FORM 539.

Acknowledgment—Tennessee.

STATE OF TENNESSEE, COUNTY OF KNOX, SS:

Before me, Everett Moses, a notary public of the state and county aforesaid, personally appeared John M. Patten, with whom I am personally acquainted, and who, upon oath, acknowledged himself to be the president of the Patten Elixir Company, the within named bargainor, a corporation; and that he, as such president, being authorized so to do executed the foregoing instrument for the purposes therein contained, by signing the name of the said corporation by himself as such president.

Witness my hand and seal.

FORM 540.

Acknowledgment—Texas.

STATE OF TEXAS, COUNTY OF BEXAR, SS:

Before me, R. P. Ingram, a notary public in and for said Bexar county, Texas, on this day personally appeared Robert B. Morrell, known to me to be the person whose name is subscribed to the foregoing instrument, and known to me to be the president of the One Horn Cattle Company, a corporation, and acknowledged to me that he executed such instrument for the purposes and consideration therein expressed, for and on behalf of and as the act of said corporation.

Given under my hand and seal of office this 10th day of March, A. D. 1910. (Signed.)

FORM 541.

Acknowledgment—Utah.

STATE OF UTAH, COUNTY OF ———, SS:

On the 1st day of March, A. D. 1910, personally appeared before me, Samuel L. Wier, who being by me duly sworn did say that he is the president of the Gold Mountain Mining Company, and that as such president he signed the name of said corporation to the above and foregoing instrument; and that such instrument was signed in behalf of said corporation by authority of the board of directors by a resolution duly passed and entered, and said Samuel L. Wier acknowledged to me that said corporation acknowledged the same.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

WILLARD HANSON, Notary Public.

FORM 542.

Acknowledgment—Vermont.

STATE OF VERMONT, COUNTY OF CHITTENDEN, SS:

On this 27th day of January, A. D. 1910, before me, Henry B. Shaw, a notary public in and for said county and state, personally appeared R. E. Brown, who, as president and agent of the Bennington Marble Company has executed the foregoing written instrument, and acknowledged the same to be the free act and deed of said Bennington Marble Company, and he as such president and agent voluntarily executed the same before me.

Witness my hand and seal.

FORM 543.

Acknowledgment—Virginia.

STATE OF VIRGINIA, COUNTY OF HENRICO, ss:

I, George C. Gregory, a notary public in and for the county of Henrico, state of Virginia, do certify that H. W. Goodwin, whose name is signed to the writing above, bearing date the 16th day of January, A. D. 1910, has acknowledged the same before me in my said county of Henrico aforesaid, and I, the said George C. Gregory, notary public as aforesaid, do hereby certify that the said H. W. Goodwin, president of the Paragon Sweet Potato Company, of the city of Richmond of the said county of Henrico, state of Virginia, has this day acknowledged before me in my court aforesaid, that the seal attached to the said writing is the corporate seal of said corporation, and that the said writing is the act and deed of said corporation.

FORM 544.

Acknowledgment—Washington.

STATE OF WASHINGTON, COUNTY OF KING, ss:

On this 3rd day of March, A. D. 1910, before me personally appeared John A. Best, to me known to be the president of the North West Safe Deposit Company, the corporation that executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and being by me duly sworn on oath stated that he was authorized to execute the said instrument, and that the seal affixed thereto was the corporate seal of said corporation.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year above written.

HARRY HEATON, Notary Public.

FORM 545.

Acknowledgment—West Virginia.

STATE OF WEST VIRGINIA, COUNTY OF KANAWHA, ss:

I, Morgan Owen, a notary public in and for said county and state, do hereby certify that William G. Conley personally appeared before me, in my said county, and being by me duly sworn, did depose and say that he is the president and agent of the Kanawha Coal and Gas Company, the corporation described in the above and foregoing

written instrument bearing date the 1st day of March, A. D. 1910, authorized by said corporation to execute and acknowledge deeds and other writings of such corporation, and that the seal affixed to said writing is the corporate seal of said corporation, and that said writing was signed and sealed by him in behalf of said corporation by its authority duly given.

And the said William G. Conley acknowledged the said writing to be the act and deed of said corporation.

Given under my hand and official seal this 1st day of March, A. D. 1910.

FORM 546.

Acknowledgment—Wisconsin.

STATE OF WISCONSIN, COUNTY OF SHEBOYGAN, SS:

Personally came before me this 1st day of February, A. D. 1910, the within named Felix B. Benfey, president of the Sheboygan Lumber Company, to me known to be the person who executed the above and foregoing instrument in the name of and on behalf of the said corporation and under its corporate seal and acknowledged the same.

In witness whereof, I have hereunto set my hand and affixed my notarial seal the day and year first above written.

PAUL T. KREZ, Notary Public.

FORM 547.

Acknowledgment—Wyoming.

STATE OF WYOMING, COUNTY OF LARAMIE, SS:

I, Walter R. Stoll, a notary public within and for the said county in the state aforesaid, do hereby certify that Wilson Van Devanter and John W. Lacey, to me personally known to be the persons whose names are subscribed to the above and foregoing instrument as the president and secretary respectively of the Cheyenne Irrigation Company, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as and for their free and voluntary act and as and for the free and voluntary act and deed of the Cheyenne Irrigation Company, for the uses and purposes therein set forth.

Witness my hand and official seal this 1st day of March, A. D. 1910.

ARTICLE FIVE.

STOCKHOLDERS' MEETING.

- a. First Meeting of Incorporators—Notice and Minutes.
- b. Annual or Regular Meetings—Call and Notice.
- c. Special Meetings—Call and Notice.
- d. Voting—Ballot—Proxy.
- e. Voting Trust Agreements.
- f. Inspector's Oath and Certificate.
- g. By-Laws.
- h. Miscellaneous Resolution—Certificates, etc.

- a. First Meeting of Incorporators—Notice and Minutes.

FORM 548.

Notice of First Meeting.

STATE OF ———, COUNTY OF ———, ss:

You are hereby notified that the first meeting of the subscribers and corporators to the articles of incorporation and an agreement to associate themselves for the purpose of forming a corporation to be known by the name of ———, dated on the ——— day of ———, A. D. 1910, for the purpose of organizing said corporation by the election of directors, the adoption of by-laws, and the transaction of such other business as may properly come before the meeting, will be held at the office of C D in the city of ———, county of ———, state of ———, on the ——— day of ———, A. D. 1910, at 10 o'clock A. M. of said day. (Signed by two or more corporators.)

See §§ 805 et seq, 817 et seq., 823, 828.

FORM 549.

Notice of First Meeting—Massachusetts.

(If notice is not waived in the articles of incorporation the following form may be used.)

To A B.

You are hereby notified that the first meeting of the subscribers to

an agreement to associate themselves with the intention of forming a corporation to be known by the name of ———, for the purpose of organizing said corporation by entering into final articles of organization, the election of officers, the adoption of by-laws and the transaction of such other business as may properly come before the meeting, will be held on the ——— day of ——— at 10 o'clock A. M. at the office of ——— in the city of ———, in the commonwealth of Massachusetts.

(Signed by some of the subscribers to the agreement.)

FORM 550.

Proof of Service of Notice.

STATE OF ———, COUNTY OF ———, SS:

E F being duly sworn on oath says that he served notice, of which the above and foregoing is a full, true and complete copy (here name corporator served) by (delivering the same or mailing the same post-paid, addressed to each at his place of residence) more than ——— days before the day fixed for the said meeting therein, to-wit: On the ——— day of ———, A. D. 1910.

(Signed and sworn to.)

FORM 551.

Waiver of Notice.

STATE OF ———, COUNTY OF ———, SS:

We, the undersigned, incorporators of the ——— company, a corporation of the state of ———, do hereby severally waive notice of the time, place and purpose of the first meeting of incorporators of said company, and hereby consent that the same be held at the office of A B in the city of ———, county of ———, state of ———, on the ——— day of ———, A. D. 1910, at 10 o'clock A. M.; and we do further hereby consent to the transaction of any and all business that may come before the meeting, including the election of directors and the adoption of by-laws.

Dated this ——— day of ———.

(Signed by all the incorporators.)

(This waiver may be included in the articles of incorporation.)

See §§ 824, 825.

FORM 552.

Proxy for First Meeting of Corporators.

Know all men by these presents, that I, the undersigned, one of the original corporators and signers of the articles of incorporation of the —— Company (and a subscriber to —— shares of the capital stock thereof), do hereby constitute and appoint the bearer C D to be my lawful attorney, substitute and proxy for me, to represent me at the first meeting of the subscribers and stockholders of said company to be held on the —— day of ——, 1910, and at any adjourned or postponed meeting thereof, and hereby grant my proxy full power and authority to act in my stead, and with the same effect as I might or could do were I present at such meeting in person and I hereby ratify and confirm all that my said attorney or proxy may lawfully do at such meeting in my place or stead.

In witness whereof, etc.

(Signed in presence of witnesses.)

See § 875 et seq.

FORM 553.

Minutes of First Meeting of Incorporators.

The first meeting of the incorporators and subscribers to the capital stock of the —— Company held at the office of —— in the city of —— upon the —— day of ——, A. D. 1910, at the hour of 10 o'clock A. M. pursuant to the agreement and waiver of notice in the articles of incorporation (or pursuant to notice).

And the meeting was called to order by —— and upon his motion and nomination Mr. —— was duly elected chairman of the meeting. On assuming the chair, and stating the purpose of the meeting, he called for nominations for secretary, whereupon Mr. —— was selected for that position and immediately assumed the duties thereof.¹

At the request of the president the roll of the subscribers and corporators was called and the following persons representing the number of shares of stock were reported as present in person:

Names.	No. of shares.
_____	_____
_____	_____
_____	_____

And the following names and number of shares were present by proxy:²

¹ § 905 et seq.

² § 875 et seq. See Form 552.

Names.	Name of Proxy.	Number of Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

The proxies were ordered placed on file.

The chairman then stated that since the execution of the articles of incorporation the following named persons had subscribed to the capital stock of the corporation and that the same were present and entitled to vote as follows:

Names.	No. of shares.
_____	_____
_____	_____
_____	_____

At the request of the chairman, the call upon which the meeting was convened was read by the secretary and it was ordered spread upon the minutes and is as follows. (If call and notice had been waived, insert the waiver instead of the call.)

Thereupon Mr. _____ (a promoter) reported that the articles of incorporation had been filed in the office of the secretary of state and duplicate certificates had been issued by that officer, one of which had been duly recorded in the office of clerk or (reporter of deeds), and the other was presented to the meeting, which was thereupon ordered spread.

On motion of Mr. _____, A B, C D and E F, the directors named in the articles of incorporation were recognized as the directors of the company for the first year of its existence, and those named as such were directed to be entered upon the minutes of the meeting.³

(Where directors have not been named in the articles of incorporation, continue as follows:)

On motion it was ordered that the meeting proceed to the election of directors; and thereupon the chair appointed L M and N P inspectors of election and they were sworn to discharge their duties as such.

The chair then called for nominations for directors and the following named gentlemen were placed in nomination, to hold their office for the ensuing year, to wit: (Here set out names.) No further nominations being made, the polls were duly opened and all stockholders present and proxies were permitted to vote. After all had voted, the chair declared the polls closed and after a count of the ballots, the inspectors reported and presented their certificates showing that the following named persons had received the number of votes as follows: (Here set out names of directors and votes cast for

³ §§ 194, 1080.

each, or insert certificate of inspectors), and thereupon the said named persons were declared duly elected directors of the corporation.⁴

It was suggested to the chair that a committee on by-laws had been appointed and the chair called upon the committee for a report. Thereupon the committee, by its chairman, Mr. ———, asked to submit the following report. The by-laws prepared by the committee were thus read section by section, and after full discussion, the following by-laws were unanimously adopted for the government of the affairs of the company. (Here copy by-laws in the minutes.)⁵

On motion of Mr. ———, the board of directors was authorized to make calls upon the stock subscribed for up to the limit of the par value thereof, payable at such times and place as the board of directors should determine.⁶

On request, the secretary read the following proposition submitted by the firm of A B and C D.⁷

After reading the same and on due consideration the following resolution was adopted: Resolved, That this corporation accept and adopt the proposition made by the said A B and C D and that it adopt, accept and ratify the said agreement entered into with the said G H, the said promoter, and that this corporation take and receive all the benefits of the said agreement and assume all the duties and liabilities therein imposed: that the board of directors be and they are hereby authorized and requested, if in their judgment it is proper so to do, to purchase the property mentioned in said agreement, and to issue stock in payment in accordance therewith; that the stock to be issued in payment for such property shall include the stock subscribed for by said A B and C D and that upon the proper conveyance and transfer of said property that they be released from all further obligations under their said subscriptions; that ——— shares of the capital stock of this corporation be issued to the said G H in full payment for all services in promoting this corporation.⁸

On motion of Mr. ———, the directors were also authorized to issue stock to all subscribers therefor upon full payment of the same.⁹

Upon motion the board of directors was authorized from time to time, in their discretion, to accept in full or in part payment for stock such property as the board may from time to time determine to be necessary in carrying on the business of this company.¹⁰

On motion it was ordered:

(1) That in compliance with the laws of the state the regular registered office of the company in this state shall be established and con-

⁴ § 911 et seq.

⁵ § 965 et seq. See Forms 589 et seq.

⁶ §§ 3685-3729.

⁷ See Forms 560, 565-568.

⁸ See §§ 98-102.

⁹ See § 3505 et seq.

¹⁰ § 3960. See also, § 1135.

tinuously maintained at No. ——— street in the city of ———, county of ———, state of ———.¹¹

(2) That L M be and is hereby appointed the agent of this company in charge of said office, upon whom process against this corporation may be served, and that he be directed and authorized to keep in said office the stock-transfer books, to register transfers therein, and to keep all other books and records of this company which the laws of this state require to be kept therein, during the usual office hours of business, and open to the examination of all stockholders and other persons entitled to inspect the same.¹²

(3) That any stockholder shall be entitled to a list of the names and addresses of the stockholders, with a statement of the number of shares held by each, upon payment of such reasonable fee as the board of directors may determine.

(4) That the name of this corporation shall be at all times conspicuously displayed in plain letters on a sign at the entrance of said office.

(5) That the secretary send a copy of the foregoing resolution, duly certified by him under the seal of the corporation, to the said L M and to file such copies thereof with such officials as the law requires.

(The stockholders may provide for seal when none is provided for in the articles of incorporation; they may fix the salaries of the officers, and may provide the particular form of the certificates of the common and preferred stock.)

(The minutes should be signed by the chairman and secretary of the meeting.)

¹¹ §§ 189, 490, 501 et seq.

¹² §§ 1137, 6761 et seq.

b. Annual or Regular Meeting—Notice.

FORM 554.

Notice to Stockholder of Annual Meeting.

———, 1910.

DEAR SIR—You are hereby notified that the annual meeting of the stockholders of the Hi-Sky Aeroplane Company will be held at the office of the company, room ———, Sky Scraper Building, ——— street, city of ———, at 10 o'clock A. M. on Tuesday, ———, 1910, for the election of directors and for the transaction of such other business as may come before the meeting.

The stock transfer book of the company will be closed at 5 o'clock P. M. of the ——— day of ———, 1910, for the purpose of transfers for qualification of stockholders for said meeting.

(Signed) E F, Secretary.

FORM 555.

General Notice of Annual Meeting of Stockholders.

_____, 1910.

The annual meeting of the stockholders of the _____ Company will be held at the office of the said company in its building, No. _____ street, city of _____, county of _____, state of _____, on Saturday, the _____ day of _____, A. D. 1910, for the purpose of electing directors and for the transaction of any other business that may properly come before the meeting. And for the purpose (here state any special business that is to be transacted).

The polls will be opened at 1 o'clock and remain open for voting at least one hour.

The transfer books will be closed at the close of business on the _____ day of _____, for the purpose of recording transfers for the qualification of stockholders for voting.

(Signed) _____, Secretary.

FORM 556.

Notice of Annual Meeting by Publication.

THE WIRELESS TALK COMPANY,
75 Main Street, Dover, Dela.

JANUARY 10, 1910.

Notice is hereby given that the annual meeting of the stockholders of the Wireless Talk Company will be held at the office of the company, at 75 Main street, Dover, Dela., March 1, 1910, at 10 o'clock A. M., for the election of five directors and for the transaction of such other business as may be brought before said meeting. The stock transfer books of the company will be closed at 4 o'clock P. M., February 28, 1910, and remain closed until 9 o'clock A. M., March 2, 1910.

(Signed) E F, Secretary.

FORM 557.

Notice of Annual Meeting by Publication.

UNION PACIFIC RAILROAD COMPANY.
ANNUAL MEETING OF STOCKHOLDERS.
110 Wall Street, New York City.

JANUARY 10, 1910.

Notice is hereby given that the annual meeting of the stockholders of the Union Pacific Railroad Company will be held at the office of the

company in Salt Lake City, Utah, on Tuesday, March 1, 1910, at 11 o'clock A. M. of said day, for the following purposes, to wit:

1. To elect fifteen directors.
2. To approve the form, and to authorize and direct the execution and delivery to the Equitable Trust Company, of New York, as trustee of the company's first lien and refunding mortgage, dated June 1, 1908, of an indenture for ———.
3. To transact all such other business as may legally come before the meeting, including the approval and ratification of all action of the board of directors and of the executive committee since the last annual meeting of the stockholders of the company.
4. For the purposes of the meeting, the transfer books for both preferred and common stock will be closed at 3 o'clock P. M. on Monday, February 28, 1910, and will be reopened at 10 o'clock A. M. on Wednesday, the 2d day of March, 1910.

E F, Secretary.

FORM 558.

Request for Secretary to Give Notice of Special Business.

To E F, Secretary of the Hot Air Stove Company of Jersey City, New Jersey.

DEAR SIR—We, the undersigned, stockholders of the Hot Air Stove Company, hereby request you to notify the several stockholders that the following proposition will be presented to the regular meeting of the stockholders to be held at the office of said corporation in Jersey City, N. J., on the 1st day of March, 1910, to wit: A proposition to increase the capital stock of this corporation from five hundred thousand dollars to one million dollars, to be divided into ten thousand shares of the face value of one hundred dollars each; and that of said proposed increase, two hundred shares shall be preferred and three hundred shares common stock and that the existing stockholders be permitted to take said stock at its par value.

(Signed) A B,
C D,
G H,
Stockholders.

FORM 559.

Notice of Special Business at Regular Meeting.

HOT AIR STOVE COMPANY,
JERSEY CITY, N. J.

January 1, 1910.

You are hereby notified that at the annual meeting of the stockholders to be held at the office of said company in the said city of Jer-

sey City, state of New Jersey, on the 1st day of March, 1910, a proposition will be presented asking for the increase of the capital stock of said corporation from five hundred thousand to one million dollars, divided into ten thousand shares of the face value of one hundred dollars each; and that such increased stock be classified into common and preferred, with two hundred shares thereof preferred, and three hundred, common, and that the same be offered to the present stockholders at its par value.

(Signed) E F,

c. Special Meeting—Call and Notice.

Of which you will take due notice.

Secretary.

See § 821.

FORM 560.

Call by Stockholders.

THE COLD ICE COMPANY.

We, the undersigned, owners of stock in The Cold Ice Company, of ———, by virtue of the authority vested by the by-laws of said company, hereby call a special meeting of the stockholders of said company, to be held at the company's office, No. ———, ——— street, city of ———, state of ———, on the ——— day of ———, 1910, at 2 o'clock P. M. of said day, for the purpose of considering a written proposition made by The White-Snow Company for the consolidation of its and this company, and which said written proposition is as follows:

(Here copy.)

Said special meeting will be held for the purpose of considering said proposition and for the transaction of all business in connection therewith and pertaining thereto.

(Dated and signed.)

See §§ 807-810, 832, 833.

FORM 561.

Call by all Stockholders.

THE SOUTHERN COTTON COMPANY.

We, the undersigned, being all the stockholders of the Southern Cotton Company, of ———, hereby call a special meeting of the stockholders of the said company, to be held at its office, No. ———, ——— street, city of ———, on the ——— day of ———, 1910, at 1:00 o'clock P. M. of said day, for the purpose of (here state purpose) and we hereby waive all statutory and by-law requirements as to notice of time,

place and object of said meeting, and hereby agree to the transaction thereat of any and all business pertaining to the affairs of said company. (Signed.)

FORM 562.

Stockholders' Request.

To A B, President of the Safety Motor Company :

We, the undersigned, owners of not less than two-thirds of the entire voting stock of the said Safety Motor Company, do hereby request you to call a special meeting of its stockholders to be held in the office of the company, at No. ———, ——— street, city of ———, at 2:00 o'clock in the afternoon on the ——— day of ———, 1910, for the purpose of considering the action of the directors of this company in purchasing in opposition to the expressed wishes of a majority of its stockholders, the real estate and manufacturing plant of the Swift Automobile Company, located at ———, and to take such action in regard thereto as may seem necessary or desirable to the stockholders.

We further request that you have due and timely notice of said meeting sent to each stockholder of this company.

Names.	Number of Shares.
_____	_____
_____	_____
_____	_____

FORM 563.

Stockholders' Request—President's Endorsement.

To E F, Secretary of Safety Motor Company :

(This may be endorsed on the stockholders' request.)

You are hereby directed to give due notice of a special meeting of the stockholders of this company hereby called by me pursuant to the within request by certain stockholders; said meeting to be held in the office of the company, at No. ———, ——— street, city of ———, at 2:00 o'clock P. M. on the ——— day of ———, 1910, in accordance with and for the purposes set forth in this request.

(Dated and signed.)

A B, President.

FORM 564.

Call by President.

THE SILK HOSIERY COMPANY.

Mr. E F, Secretary of the Silk Hosiery Company :

DEAR SIR—Pursuant to the authority vested in me by the by-laws of this company, I hereby call a special meeting of the stockholders, to be

held at its office, No. 75 Mulberry street, city of ———, on the ——— day of ———, 1910, at 11:00 o'clock in the forenoon of said day, for the purpose of considering and acting upon a written proposal to sell to said company the following described property (here describe property) and for the transaction of any and all business in connection therewith that may properly come before said meeting.

I hereby authorize and direct you as secretary of said company to give due notice of said meeting to each and all the stockholders of this company as required by its by-laws.

(Dated.)

A B, President.

FORM 565.

Call of President.

E F, Secretary of Hi-Sky Aeroplane Company:

As the president of the Hi-Sky Aeroplane Company, I hereby call a special meeting of all stockholders to be held on the ——— day of ———, 1910, at 10:00 o'clock A. M. in the office of the company at room ———, Sky Scraper Building, No. ———, ——— street, city of ———, for the purpose of considering a written proposition made by R S to assign and transfer to this company certain property and letters patent which written proposition is as follows: (here copy) and for the transaction of any and all business pertaining thereto.

You will, therefore, please send the necessary notice to stockholders notifying them to attend such a meeting at said time and place.

A B, President.

FORM 566.

Call by President.

STAR DUST COMPANY.

E F, Secretary Star Dust Company:

You are hereby authorized and directed to send a notice to each of the stockholders of the Star Dust Company of a special meeting of this company, hereby called by me, to be held at the office of the company, at No. ———, ——— street, city of ———, on the ——— day of ———, 1910, at 1:00 o'clock P. M. of said day, for the purpose of considering and acting upon a proposition to sell the entire property and assets of the company, and for the transaction of any and all business in connection therewith that may properly come before the meeting.

A B, President.

FORM 567.

Call by Resolution.

THE EAGLE FLYING MACHINE COMPANY.

Be it resolved, That a special meeting of the stockholders of this company be and the same hereby is called, to be held in the office of the company at ——— street, city of ———, on the ——— day of ———, 1910, at 2:00 o'clock P. M. of said day, for the purpose of considering and acting upon a written proposition submitted to this board as to the purchase by it and by this company of certain patent right and letters patent looking to the improvement of the manufactured product of this company and for the transaction of any and all business necessary or desirable in connection therewith.

Be it further resolved, That the secretary of this company is instructed and hereby directed to send to the stockholders of this corporation a copy of this resolution.

FORM 568.

Call by Directors.

———, 1910.

We, the undersigned, directors of the Swift Automobile Company, by virtue of the authority vested in us by the by-laws do hereby call a special meeting of the stockholders of said company to be held in its office, No. ———, Audubon Road, city of ———, on the ——— day of ———, 1910, at 2:00 o'clock P. M. of said day, for the purpose of taking action on the following written proposition made to this board (here set out proposition) and for the transaction of any and all business necessary in connection therewith.

We hereby authorize and direct the secretary of this company to send notice to all the stockholders of said special meeting in accordance with the by-law requirements of the company. (Signed.)

FORM 569.

Call by Directors Addressed to President.

To A B, President of the Atlantic Bridge Company:

We, the undersigned, directors of the Atlantic Bridge Company, by virtue of the authority vested in us by the by-laws of said company, do hereby authorize and direct you to call a special meeting of the stockholders of said company, to be held in its office, No. ——— Front street, city of ———, on the ——— day of ———, 1910, at 10:00

o'clock in the forenoon of said day, for the purpose of taking action on the proposition to purchase real estate and manufacturing plant situated in the city of ———, and for the transaction of any and all business necessary in connection therewith. (Dated and signed.)

FORM 570.

Notice to Stockholders.

—————, 1910.

You are hereby notified that pursuant to the call of the president of the company, a special meeting of the stockholders of the Hi-Sky Aeroplane Company will be held at the office of the company, room ———, Sky Scraper Building, ——— street, city of ———, at 10:00 o'clock A. M. on Tuesday, ———, 1910, for the purpose of considering a proposition from R S to said company by which R S proposes to convey to this company certain letters patent, and which said proposal is as follows:

(Here copy.)

And for the transaction of any and all business pertaining thereto or necessary in connection therewith.

By order of the president.

E F, Secretary.

See §§ 832, 834, 837, 838.

FORM 571.

Notice of Election of Directors.

Notice is hereby given that a meeting of the stockholders of the ——— company will be held at the office of the said company at the city of ———, county of ———, state of ———, on the ——— day of ———, A. D. 1910, at 10:00 o'clock A. M. of said day, for the purpose of electing ——— directors for the ensuing year, and for the transaction of such other business as may properly come before such meeting.

Polls will be opened at 10:30 o'clock, and remain open until ——— o'clock.

Dated at ——— this ——— day of ———, A. D. 1910.

—————
Secretary.

See § 905 et seq.

FORM 572.

Notice to Stockholders of Meeting to Change Number of Directors.

To G H, Stockholder of —— Company:

You are hereby notified that a special meeting of the stockholders of —— company will be held at the office of the company, No. 200 Maine street, in the city of ——, county of ——, state of ——, on the —— day of ——, 1910, at 10:00 o'clock A. M. of that day, for the purpose of determining whether the number of directors shall be increased.

(Dated and signed by secretary.)

See § 832 et seq.

FORM 573.

Notice to Change Number of Directors—Publication.

To the Stockholders of —— Company:

Notice is hereby given that a special meeting of the stockholders of —— company will be held at its office at No. 200 Main street, in the city of ——, county of ——, state of ——, on the —— day of ——, 1910, at 10:00 o'clock in the forenoon of said day, to determine whether the number of directors of said company shall be increased.

(Signed by secretary.)

See § 832.

FORM 574.

Notice of Stockholders—Proof of Service.

STATE OF ——, COUNTY OF ——, ss:

E F, being duly sworn, deposes and says that he is the secretary of the —— company; that on the —— day of ——, 1910, he served a notice in writing, of which a true copy is hereto annexed, upon the following named persons, stockholders of record of —— company, to wit (here name stockholders), by delivering to and leaving with each of them personally a copy of said notice; that on the —— day of ——, 1910, he served the said notice upon the following named persons, stockholders of record of said company, to wit: (here name stockholders) by mailing to each of them a true and correct copy of said notice at the postoffice in the said city of ——, enclosed in a sealed envelope and directed to each of said stockholders at his last known postoffice address, and on which the postage was prepaid.

(Signed and sworn to.)

(If by publication publisher makes proof.)

FORM 575.

Waiver of Notice.

We, the undersigned, being all the stockholders of the Hi-Sky Aero-plane Company, owning respectively the number of shares set opposite our respective names, do hereby consent to the holding of a special meeting of the stockholders of said company on the _____ day of _____, 1910, at 10:00 o'clock A. M. of said day, in the office of said company, at room _____, Sky Scraper Building, No. _____, _____ street, city of _____, for the purpose of considering a resolution authorizing the issue of bonds by said company secured by a mortgage on the property of said company, and we hereby severally waive notice of such meeting, and consent to the consideration of such resolution and the transaction of such business.

Witness our hands this _____ day of _____, 1910.

Names.	Number of Shares.
_____	_____
_____	_____
_____	_____

See § 825.

d. Voting—Ballot—Proxy.

FORM 576.

Ballot.

_____ Corporation,
Annual meeting _____, A. D. 1910.

I, the undersigned, owning _____ shares of stock in the above named corporation, hereby vote said _____ shares of stock for the following named persons to serve as directors for the ensuing year.

Names.

(Signed) A B.

See § 856.

FORM 577.

Secret Ballot.

(If the stockholders desire to vote a secret ballot, the following form may be used.)

I hereby vote _____ shares of stock for the within named persons to serve as directors for the ensuing year.

(This may be written on the outside of an envelope or on a folded ballot and the names of the directors to be voted for placed in the envelope or written on the inside of the ballot. The ballot may be handed to the inspectors so that they may know the person voting and that he has the right to cast the number of votes named on the envelope or the outside of the ballot.)

FORM 578.

Ballot—Cumulative Voting.

I, the undersigned, owning _____ shares of stock in the Cold Ice Company, hereby vote said _____ shares of stock for A B to serve as director for the ensuing year.

See §§ 886-888.

FORM 579.

Simple Form of Proxy.

I hereby appoint A B my proxy with full authority to vote for me and in my place at any and all stockholders' meetings of the _____ corporation.

Witness my hand and seal this _____ day of _____, A. D. 1910.

(Signed) C D.

In the presence of

FORM 580.

General Proxy.

Know all men by these presents, that I, A B, the undersigned, do hereby constitute and appoint C D my attorney and agent (with power of substitution for me and in my name, place and stead) to vote as my proxy for the election of directors and upon all matters that may be considered at the annual meeting of the stockholders of the _____ company, to be held at its office at the city of _____, of county of _____, state of _____, on the _____ day of _____, 1911, at 10:00 o'clock A. M., or any adjournment thereof, according to the number of votes I should be entitled to vote if I were personally present at said meeting, hereby revoking all former proxies by me made and given.

In witness whereof, I have hereunto set my hand and seal this _____ day of _____, 1910.

Witness:

(Signature.)

FORM 581.

Proxy of Corporation.

Know all men by these presents, that the undersigned, the _____ corporation, organized under the laws of the state of _____, owning and holding _____ shares of the capital stock of the _____ company of _____, does hereby constitute and appoint A B of _____, its true and lawful attorney to attend the annual meeting of the aforesaid _____ company to be held in its office, No. _____, _____ street, city of _____, on the _____ day of _____, 1910, at 10:00 o'clock A. M. and thereat to represent this company and in its name, place and stead to vote the said _____ shares of stock so owned by it, and to do all such other things competent and proper for any stockholder of said _____ corporation to do, such as may in his judgment be necessary or advantageous for the interests of this corporation and of the said _____ company, and to that end, the said undersigned corporation does hereby grant to said attorney for said meeting, and for any meetings adjourned therefrom, any and all powers belonging to or pertaining to this corporation as a stockholder of the said _____ company, hereby ratifying and confirming all that its said attorney may lawfully do at said meetings in its name, place and stead.

In witness whereof, it has hereunto set its name by its president and secretary, duly authorized thereto, attested by the seal of said corporation. Done this _____ day of _____, 1910.

By _____
President.

(Seal.)

Attest _____
Secretary.

FORM 582.

Proxy—Revocation.

Know all men by these presents, that I, the undersigned, do hereby revoke and annul a certain proxy by me given to C D (or, any and all proxies or powers of attorney heretofore given by me) authorizing and empowering the said C D to represent me and to vote in my name and stead and to act for me in any way whatsoever at any meeting or meetings of the stockholders of the _____ company.

In witness whereof, I have hereunto set my hand and seal this _____ day of _____.

(Witnessed.)

(Signed.)

e. Voting Trust Agreements.

FORM 583.

Voting Trust Agreement.

This agreement made and entered into this ——— day of ———, A. D. 1910, by and between the undersigned, stockholders of the ——— company, a corporation created and existing under the laws of the state of ———, parties of the first part, and ———, ———, and ———, parties of the second part,

Witnesseth, that whereas, it seems important to the interests of the said first parties to create a trust with the stockholders of said corporation as beneficiaries thereof, so that the stock of said corporation shall not be liable to be bought up for speculative control, and to secure safe and prudent management in the interests of the whole number of stockholders; and,

Whereas, a number of the undersigned have purchased the stock of said company upon a distinct agreement and understanding that this voting trust should be created;

Now, therefore, this agreement witnesseth, that in consideration of the premises and of the benefits to be derived from the mutual observance of the terms and conditions hereinafter contained, and for other good and valuable consideration from each to the other moving, the parties hereto mutually agree upon the covenants hereinafter contained, to wit:

1. The undersigned stockholders agree to assign and transfer on the books of said company unto the said second parties as trustees and their successors in the administration of this trust, the number of shares of stock owned and held by them in said corporation, set opposite their respective signatures hereto, and to respectively authorize and empower the said trustees and their successors, as attorneys in fact for the undersigned stockholders, to cause said transfer to be made on the books of said company, subject to the conditions hereinafter declared, and for this purpose to deliver to said second parties as such trustees and their successors as aforesaid, the certificates evidencing the said stock now owned by them, respectively.

2. The said shares of stock so transferred shall be held by said second parties as such trustees and their successors for the common benefit of all the parties to this agreement and all those who may become such as hereinafter provided under the terms and conditions hereinafter set forth.

3. As soon as practicable after said transfer of said stock on the books of said corporation shall have been made, said trustee shall exe-

cute and deliver to each of the subscribers hereto, his assigns, assignable trust certificates for the number of shares set opposite their respective names, which certificate shall be in the following form:

VOTING TRUST CERTIFICATE.

No. _____.

_____ Shares.

This certifies that A B is entitled to _____ shares of the par value of _____ dollars each of the beneficial interest in the capital stock of the _____ company, certificates for which have been issued to us, the undersigned, as trustees, under and pursuant to a certain trust agreement made between the stockholders of said company and the undersigned, as trustees, dated the _____ day of _____, A. D. 1910.

The holder of this certificate is entitled to the beneficial right and interest provided in and by said trust agreement, including a proportionate share of all dividends declared and paid on the stock of said company held in trust as aforesaid, less his proportionate share of the expenses incident to this trust.

In witness whereof, the said trustees have hereunto set their hands and affixed their seals on the _____ day of _____, A. D. 1910.

(Signed.)

4. The interest in the stock to be assigned to the trustees as herein-after provided is assignable by transfer upon books to be kept for that purpose by the trustees or their successors as aforesaid, by the holder of said trust certificate or certificates in person, or by written power of attorney, accompanied by a surrender of such certificates; and a transferee, by accepting a new certificate in lieu of the one so surrendered, shall be deemed to have assented to the terms and conditions of this agreement.

5. A list of the shares of stock deposited with the trustees as herein provided, as well as a record of all trust certificates issued and transferred, shall be made and kept by said trustees and their successors, which shall contain the names and addresses of said certificate holders, and the number of shares held by each, which said record shall be open to the inspection of any certificate holder demanding the same.

6. The trust hereby created shall vest in the parties of the second part and their successors in office. In case any of the said trustees shall decline to accept or serve, or upon the resignation of any of the said trustees, or whenever any of the said trustees shall part with his beneficial interests in said company, his office shall be deemed to be vacant, and the surviving or remaining trustees shall elect his successor, who shall have and exercise hereunder the same powers and duties as were intrusted to his predecessor in office; it being distinctly understood

that such successor shall always hold a beneficial interest in the stock of said company. Nothing of this agreement shall be construed to prevent any one of said trustees from becoming an individual owner of trust certificates as aforesaid, or of voting for himself as an officer of said company.

7. Said trustees shall have power to admit to the benefits of this trust, on an equal footing with the original parties thereto, such stockholders in said company as may desire to become parties to this agreement.

8. The trust hereby created shall continue until the —— day of ——, 19——, provided that the holders of a (fill in the fractional interest as desired) interest in the stock held by the trustees as herein provided may at any time terminate this trust at any meeting called for that purpose; written notice thereof having been previously mailed to each certificate holder at least ten days prior to the time fixed for such meeting. Upon the termination of said trust, the said trustees shall assign and transfer to the then holders of the trust certificates the amount of stock to which each holder thereof shall be entitled upon the surrender of his trust certificate or certificates.

9. The subscribers hereby constitute and appoint the said parties of the second part, and their successors in office, their and each of their, true and lawful attorneys and proxies to appear for, represent and vote for them at all meetings of the stockholders of the said company, with power to vote upon any and all questions which may arise at any such meeting or meetings, including the sale or mortgage of the entire franchise, assets, and property of the corporation, or the dissolution of such corporation, as fully and with the same effect as the said subscribers, or any of them, if personally present, could do. And if any differences of opinion should arise among said trustees or their successors as to the proper vote to be cast, then the voice of the majority of said trustees shall govern; and it shall not be necessary for said trustees to assemble together to consider any proposition, nor for all of said trustees to attend all meetings of stockholders, but the wishes of such absent trustee or trustees shall be evidenced by a writing signed by such absent trustee or trustees. And the said trustees and their successors are hereby authorized to designate some one of their number to actually cast the vote which all of said trustees, by reason of their being joint stockholders, shall be entitled to cast.

10. Should any question arise upon which any one of said trustees shall desire the action of the holders of the trust certificates, or upon which the owners of a majority in value of said trust certificates shall desire such action, a meeting for such purpose may be called by the trustees or majority owners desiring same as aforesaid, notice of which

shall be given in writing by the United States mail, addressed to each of said certificate holders at his last known place of residence, stating specifically the time, place and object of the meeting; such notice to be mailed at least ——— days before the time fixed for holding said meeting. At such meeting the owners of such trust certificates may determine, by a two-thirds vote in value of the certificates so held by them, the manner in which they desire the said trustees to vote; each certificate holder being entitled to one vote, either in person or by proxy for each share of his beneficial interest in the capital stock of said company. The result of said vote shall be certified to the said trustees by the secretary of said meeting, and the said trustees shall cast their vote accordingly.

11. The legal title to all stock transferred under or by virtue of this agreement shall remain vested in the said trustees and their successors in trust, and they shall not sell, transfer, or assign the same during the continuance of the trust hereby created.

12. The said trustees shall receive all dividends which may be declared from time to time upon the stock by them as aforesaid and shall immediately pay out the same to the holders of the trust certificates as their respective interests may from time to time appear.

13. The said trustees shall be indemnified and saved harmless from any and all expenses, costs, damages and other liabilities arising out of the acceptance of this trust and the issue of the trust certificates as aforesaid, each certificate holder being liable for and agreeing to contribute his proportionate share thereof; and, whenever any funds shall come into the hands of said trustees for distribution, they may deduct therefrom a sum sufficient to indemnify them as aforesaid, and divide the balance pro rata among the owners of said trust certificates.

14. In case any certificate holder shall desire to sell the beneficial interest in said company owned by him, or any part thereof, he shall, before offering the same to any one else, first notify said trustees of the number of shares thereof which he desires to sell, and said trustees shall immediately notify all of the holders of trust certificates, at their last known place of address, respectively, of such contemplated sale; and if the party desiring to sell as aforesaid, shall not, within ten days after so notifying said trustees, receive an offer for said certificates satisfactory to him from one of said certificate holders, he may then, and not until then, offer said interest for sale to some one not a party to this trust agreement; provided, that such holder desiring to make sale as aforesaid shall not at any time dispose of any portion of his beneficial interest to any outside person for the same at a less price than he shall be offered therefor by some party to this agreement.

15. This agreement is not to become operative and binding on any

signer hereto until the owners of a majority of the shares into which the capital stock of said company is divided shall have signed or ratified this agreement and delivered their certificates of stock as hereinafter specified.

In witness whereof, the undersigned stockholders as aforesaid have hereunto subscribed their names and affixed their seals, and set opposite each signature the number of shares held or owned by them, respectively, which they desire to have held in trust as aforesaid; and the said trustees, as an evidence of the acceptance of the trust hereby created, have also signed and sealed these presents.

Dated at the city of _____ on the _____ day of _____ A. D. 19—.

_____ (Seal.) _____ Shares.

_____ (Seal.) _____ Shares.

_____ (Seal.) _____ Shares.

_____ (Seal.) _____ Shares.

_____ (Seal.)

Trustee.

_____ (Seal.)

Trustee.

_____ (Seal.)

Trustee.

See §§ 902-904.

FORM 584.

Voting Trust Agreement.

_____ Company.

We, the undersigned, stockholders of the _____ Company, a corporation duly organized under the laws of the state of _____, and having its principal office in _____, in said state of _____, do hereby, in consideration of the premises and of our mutual understandings as herein set forth, severally agree to transfer and deliver the shares of stock held by each of us in said corporation to _____, all of the said city of _____, as voting trustees hereunder, and mutually agree with them and with each other that said trustees shall hold and vote the said stock for the period of five years from the date hereof, for the purposes and under the following terms and conditions:

1. All stockholders of the said company may join in the voting trust hereby created, by signing this present agreement and transferring, in whole or in part, the shares of stock held by them in said company to the said trustees, under the conditions and for the purpose of this present agreement.

2. Each stockholder in said company joining this voting trust as afore provided shall become a party thereto from the date on which

stock owned by such stockholder in said company shall be transferred and delivered to said trustees for the purposes of this agreement.

3. The said trustees shall surrender to the proper officer of the said ——— Company, for cancellation, the certificates for all shares of stock transferred to said trustees, and shall, in place thereof, have certificates of said company issued to themselves as trustees, and on the face of each said trustees' certificate shall be stated the fact that such certificate has been issued pursuant to this agreement.

4. The said trustees shall collect and receive all dividends and profits accruing to said stock and shall pay over the same to the respective equitable owners thereof.

5. The said trustees shall issue to each stockholder becoming a party thereto one or more transferable trustees' receipts for the number of shares of stock placed by each of said stockholders, respectively, in this voting trust, and when such trustees' receipts are duly transferred to other parties said trustees shall recognize such other parties as the lawful assigns and successors of the original parties hereto, entitled to all of their rights in the premises.

6. The stock held under this agreement shall, except as hereinafter specially provided, be voted at any meeting of the stockholders of said company by such of the said trustees as may be present thereat, and said vote shall be cast as in the judgment of a majority of the said trustees present at any such meetings may be for the best interests of the stockholders subscribing to this agreement.

7. In all elections for directors the said stock shall be voted for the re-election of the present members of the board of directors of said company, or in the event of the death, disability or refusal to serve of any such members, the said stock shall be voted for such other person or persons as, in the judgment of said trustees, shall be most suitable for such office.

8. This agreement shall terminate five years from the date hereof, and upon such termination the said trustees shall, as the outstanding trustees' receipts or surrender to them duly endorsed, give over to the said company the certificates of stock held by said trustees, in pursuance of this agreement, properly endorsed, and shall direct the officers of said company to deliver to the respective owners of the said surrendered trustees' receipts certificates for such number of shares of stock as may be necessary to satisfy the requirements of the said surrendered trustees' receipts.

9. In event of the death, disability, resignation or refusal to act of any of the trustees herein named, the remaining trustees or trustee shall have power to suitably fill such vacancy or vacancies, and the

person or persons so appointed shall be empowered and authorized to act hereunder in all respects as if originally named herein.

10. The duplicate of this agreement shall be filed in the principal office of the said company in ——— and shall there be kept for the inspection of any stockholder of the company daily during business hours.

In testimony whereof, the parties to this agreement have hereunto affixed their hands and seals in the said city of ——— this ——— day of ———, 1910.

Voting Trustees.	Stockholders.	Shares Transferred.
_____	_____	_____
_____	_____	_____
_____	_____	_____

FORM 585.

Voting Trust Agreement—On Reorganization.

This agreement made and entered into this ——— day of ———, A. D. 1910, by and between ———, ——— and ———, hereinafter called the "Committee," a committee selected and appointed under a certain plan and agreement for the reorganization of the ——— Company, dated ———, A. D. 1909, parties of the first part, and ———, ——— and ———, hereinafter called the "Voting Trustees," parties of the second part,

Witnesseth, That whereas said Committee has adopted a plan and agreement for the reorganization of the said ——— Company, dated ———, 1909; and,

Whereas, Pursuant to such plan and agreement the said ——— Company has been duly reorganized under the laws of the state of ———, with an authorized capital stock of ——— dollars, being ——— shares of the par value of one hundred dollars each, of which ——— shares are 6 per cent cumulative first preferred stock, ——— shares are 5 per cent second preferred stock, non-cumulative (or cumulative after certain date); and ——— shares are common stock, and said company has acquired all the property formerly belonging to said ——— Company; and,

Whereas, In pursuance of said plan and agreement of reorganization said ——— Company has authorized the issue of all of its first preferred stock, second preferred stock and common stock; and,

Whereas, Pursuant to said plan the said ——— Company, at the request of the Committee, has issued to the voting trustees certificates

for full-paid shares of ——— each of the capital stock of said ——— Company, as follows:

- shares of the first preferred stock;
- shares of second preferred stock;
- shares of common stock;

and which said certificates, together with such other similar certificates as hereinafter from time to time may be delivered hereunder are to be held and disposed of by the voting trustees under and pursuant to the terms and conditions hereof;

Now, therefore, it is mutually agreed:

First. Certificates for all of the said ——— shares of first preferred stock, said ——— shares of second preferred stock, and said ——— shares of common stock of the said ——— Company hereinafter called the "Manufacturing Company," issued to and in the names of the voting trustees, shall be deposited with the Union Trust Company, of New York, endorsed in ——— by the voting trustees. The voting trustees hereby agree with the Committee and with each and every holder of trust certificates issued as hereinafter provided, that from time to time upon request they will cause to be issued to the committee or upon its order in respect of all full-paid stock of said Manufacturing Company received from it, certificates of said Union Trust Company in substantially the following form:

——— Company.

No. ———.

——— Shares.

SIX PER CENT CUMULATIVE FIRST PREFERRED STOCK TRUST CERTIFICATE.

The Union Trust Company, of New York, having received upon deposit and in trust from ———, voting trustees, certificates representing ——— shares of the first preferred stock of the ——— Company, of the par value of one hundred dollars each, and under the provisions of the agreement dated on the ——— day of ———, A. D. 1909, between ———, committee, and ———, voting trustees, to which agreement the holder hereof assents by accepting this certificate, hereby certifies that L M is entitled to an undivided equitable interest in said deposited shares equivalent to ——— shares of said first preferred stock of the ——— Company, without, however, the right to vote upon any of said shares, which right, as well as all other rights appertaining to said shares, except such as in and by said agreement expressly provided, are vested exclusively in and are to be exercised by the voting trustees named in said agreement and their successors.

The owner of this certificate will be entitled to receive payments equal to the dividends, if any, collected by the voting trustees upon the like number of shares and paid over to this company.

The powers of the voting trustees with respect to the shares of stock of the ——— Company held in trust, as aforesaid, will continue for the period of ——— years from the 1st day of ———, 1909, unless sooner terminated by them as provided in said agreement.

The voting trustees shall not consent that any mortgage be put upon the property of the said ——— Company or any part thereof, or that the amount of the first preferred or second preferred stock be increased, except with the consent of the holders of three-fourths in amount of first preferred stock trust certificates, or that the amount of second preferred stock be increased except with the consent of the holders of two-thirds in amount of the second preferred stock trust certificates and two-thirds in amount of the common stock trust certificates, to be given in the manner prescribed in and by said agreement.

Upon the termination of the trust upon which the said shares of stock are deposited, the holder hereof will be entitled to receive from this company, upon surrender of this certificate, ——— shares of the first preferred capital stock of said ——— Company.

The interest in said shares of stock represented by this certificate is assignable only by transfer upon the books kept by this company for that purpose, by the holder hereof in person or by proxy upon the surrender of this certificate properly assigned.

This certificate is issued pursuant to and is subject to the terms and conditions of said agreement of ———, 1909, by and between the said Committee and the said voting trustees. This certificate is not valid unless duly signed by an officer of this company and also registered by ———, as registrar.

Dated ———, 1909.

(Signed) UNION TRUST COMPANY OF NEW YORK,
By ———, President.

(Seal.)

Attest,

———, Secretary.

Registered this ——— day of ———, 1909.

———, Registrar.

——— Company.

No. ———

——— Shares.

FIVE PER CENT SECOND PREFERRED STOCK (NON-CUMULATIVE OR OTHERWISE) TRUST CERTIFICATE.

The Union Trust Company of New York, having received upon deposit and in trust from ———, voting trustees, certificates representing ——— shares of the second preferred stock of the ——— Company of the par value of one hundred dollars each, and under the

provisions of the agreement, dated the —— day of ——, 1909, between ——, a committee, and ——, voting trustees, to which agreement the holder hereof assents by accepting this certificate, hereby certifies that N P is entitled to an undivided equitable interest in said shares, equivalent to —— shares of said second preferred stock of said —— Company, without, however, the right to vote upon any of said shares, which right, as well as all other rights appertaining to said shares except such as in and by said agreement expressly provided are vested exclusively in and are to be exercised by the voting trustees named in said agreement and their successors.

Continue as in the 6 per cent cumulative first preferred stock certificate.

—— Company.

No. ——

—— Shares.

COMMON STOCK TRUST CERTIFICATE.

The Union Trust Company of New York having received upon deposit and in trust from ——, voting trustees, certificates representing —— shares of the common stock of the —— Company of the par value of one hundred dollars each, and under the provisions of the agreement dated the —— day of ——, 1909, between ——, a committee, and ——, voting trustees, to which agreement the holder hereof assents by accepting this certificate, hereby certifies that R S is entitled to an undivided equitable interest in said deposited shares equivalent to —— shares of the said common stock of the said —— Company, without, however, the right to vote upon any of said shares, which right, as well as all other rights appertaining to said shares, except such as in and by said agreement expressly provided, are vested exclusively in and are to be exercised by the voting trustees named in said agreement and their successors. (Follow as in 6 per cent cumulative first preferred stock certificate.)

Second. On the —— day of ——, or whenever prior to that date the voting trustees shall decide to make delivery, the voting trustees in exchange for or upon surrender of any stock trust certificate then outstanding will, in accordance with the terms of this agreement, cause proper certificates of stock of said —— Company to be delivered, and may require the holders of trust certificates to exchange them for certificates of capital stock.

Third. In the event during the continuation of this agreement that the first preferred stock or the second preferred stock, or any part or portion of the first preferred stock or the second preferred stock, be retired, then and in that case, the moneys received by the voting

trustees on account of the preferred stock so retired shall be paid by them to the holders of the voting trust certificates representing the stock so retired pro rata, upon such requirements as the voting trustees may make in respect to the presentation, stamping, or surrender of the outstanding voting trust certificates representing the stock so retired.

Fourth. The name "The ——— Company," for the purposes of this agreement and for all rights hereunder, including the issue and delivery of stock, shall be taken to mean the said corporation organized under the laws of the state of ———, or any successor into which the same may be reorganized or consolidated.

Fifth. Any voting trustee may at any time resign by delivering to the other trustees his written resignation to take effect ——— days thereafter, and in case of the death or resignation or the inability of any voting trustee to act, the remaining voting trustees may thereupon fill the vacancy by an instrument in writing. The term "voting trustee" as used herein and in said certificates shall apply to the parties of the second part and their successors.

Sixth. The voting trustees may adopt their own rules of procedure; and the action of a majority of such voting trustees expressed from time to time at a meeting or by writing with or without meeting, shall, except as otherwise herein stated, constitute the action of the voting trustee, and have the same effect as though assented to by all at a meeting. The voting trustees, or any two of them, may vote the deposited stock in person or by proxy to any other voting trustee, or to any other person whomsoever, and any one or more of them may act as a director or as an officer of the said ——— Company.

Seventh. In voting the stock held by them, the voting trustees will exercise their best judgment from time to time to secure suitable directors, to the end that the affairs of the said ——— Company shall be properly managed, and in voting and in acting on other matters which shall come before them as stockholders or at stockholders' meetings will likewise exercise their best judgment; but they assume no responsibility in respect of such management or in respect of any action taken by them or in pursuance of their consent thereto as such stockholder, or in pursuance of their votes so cast, and no voting trustee incurs any responsibility by reason of any error of law, or of any matter or thing done or suffered or omitted to be done under this agreement, except for his own individual fraud or wilful malfeasance.

Eighth. Any and all dividends which may at any time be declared upon the said deposited shares of stock shall be collected by the voting trustees, and shall be by them paid over to the said Union Trust Company of New York for distribution pro rata among the holders of said

trust certificates representing the stock in respect to which such dividend shall have been declared in accordance with their respective rights.

Ninth. The voting trustees possess and shall be entitled in their discretion to exercise until the actual delivery of stock certificates in exchange for stock trust certificates, all rights and powers as absolute owners of said stock, including the unrestricted right to vote for every purpose, and to consent to any corporate act of said ——— Company, except as herein expressly restricted, it being expressly stipulated that no voting right passes by or under said stock trust certificates, or by or under this agreement, or any other agreement, express or implied. The voting trustees will not, however, during the pendency of this agreement, vote in respect of the shares of the capital stock of the said ——— Company held by them to authorize any mortgage upon the property acquired under said plan and agreement of reorganization, dated ———, or any part thereof, nor to authorize any increase in the amount of first preferred stock or second preferred stock in said ——— Company, except with the consent of the holders of three-fourths in amount of the first preferred stock trust certificates, nor to authorize any increase in the amount of second preferred stock of said ——— Company except with the consent of the holders of two-thirds in amount of the second preferred stock trust certificates, and two-thirds in amount of the common stock trust certificates, of said ——— Company, to be given at a meeting called by the voting trustees for that purpose, and for which notice shall be given in accordance with this agreement, or by the assent or approval in writing of such holders of voting trust certificates, filed with said Union Trust Company. Any trust certificates then held by the said ——— Company shall not for the purposes of this article be deemed outstanding.

Tenth. All notices to be given to the holders of trust certificates hereunder shall be inserted in two daily papers of general circulation published in the city of ———, twice in each week, for two successive weeks. Any call or notice whatsoever, when so published by the voting trustees, shall be taken and considered as though personally served upon all parties hereto, including the holders of said trust certificates, and upon all parties becoming bound hereby as of the date of the first publication of said notices, and such publication shall be the only notice required to be given under any of the provisions of this agreement.

Eleventh. Any holder of any stock of the said company, whether first preferred stock, second preferred stock, or common stock, may at any time prior to the termination of this agreement, upon surrendering to the voting trustees his certificate of stock, properly transferred to the voting trustees, become entitled to all the benefits of this agree-

ment, and subject to all the terms and provisions hereof. The voting trustees shall, upon the surrender to them of any such shares of stock so endorsed during the continuance of this agreement, cause to be delivered to the said stockholder so transferring the same a certificate substantially similar in form to the form of certificate hereinbefore set out, in respect to the stock so transferred to the voting trustees.

Twelfth. This agreement may be simultaneously executed in several counterparts, and each of which when so executed shall be taken as an original, and all such counterparts shall together constitute but one and the same instrument.

In witness whereof, the several parties have hereunto set their respective hands and seals the day and year first above mentioned.

____ (Seal.)
Committee.

____ (Seal.)
Voting Trustees.

FORM 586.

Voting Trustees' Certificate.

Organized under the Laws of the State of Maine.

No. _____

_____ Shares.

_____ Company.

Capital Stock \$18,000,000.

Certificate for Stock Deposited under Voting Trust Agreement of
April 12, 1907.

_____, trustees, by the _____ Company, their agent, having received on deposit the entire capital stock of the _____ Company, full-paid and non-assessable, all being held under the above-named agreement, to the terms of which the holder hereof assents by receiving this certificate, certify that _____ is entitled, subject to the provisions of said agreement, to _____ shares of the stock deposited thereunder. This certificate entitles the holder to all rights, dividends and privileges belonging to the actual stock, excepting only the right to vote. The trusteeship herein agreed to may be determined after _____ years upon terms set forth in the above-named agreement and is ended by limitation in ten years from date of agreement.

Transferable only on the books of the undersigned at the office of the _____ Company, city of _____, by the holder hereof in person or by duly authorized attorney upon surrender of this certificate properly endorsed.

Dated _____, 19—.

_____, Trustees,
By _____ COMPANY,
Depositary and Agent.
By _____, Secretary-Treasurer.

f. Inspector's Oath and Certificate.

FORM 587.

Oath of Inspectors.

STATE OF ———, COUNTY OF ———, ss:

We, the undersigned, having been duly appointed to act as inspectors of election at the annual meeting of the stockholders of the ——— Company, to be held at the office of the said company, No. ——— street, in the city of ———, on the ——— day of ———, A. D. 1910, being severally duly sworn, each for himself, deposes and says that he will faithfully discharge and execute the duties of inspector of election at such meeting and election with strict impartiality and fairness according to the best of his ability.

(Subscribed and sworn to.)

See §§ 912-914.

FORM 588.

Certificate of Inspectors.

We, the undersigned, heretofore duly appointed inspectors of election of the ——— Company, do hereby certify that at the regular annual meeting of said corporation, held in the office of the said company, No. ——— street, in the city of ———, on the ——— day of ———, A. D. 1910, a quorum being present, after being first duly sworn, which oath is hereto attached, we did conduct the election for directors of the said corporation and received the ballots of all persons present, and we do hereby certify the following as the result of the vote taken thereat, and that the following named persons received the number of votes set opposite their names for the office of director, to wit:

Names.	Votes Received.
_____	_____
_____	_____
_____	_____

We, therefore, hereby certify that ———, having received a plurality of the votes cast, were by us declared duly elected directors of said corporation for the ensuing year.

In witness whereof, etc.

Signed by Inspectors.

g. By-Laws.

FORM 589.

General By-laws (Short Form).

ARTICLE I.

1. The principal office of the company shall be in the city of ———, but meetings of the board of directors for the transaction of business, except such as is required by law to be transacted at the principal office, may be held in the city of ———, and the books of the company, excepting the stock and transfer books, shall be kept either at its office in ——— or at the principal office in ———, as either the president or the directors may from time to time determine.

2. The board of directors shall consist of not less than ——— nor more than ——— members, one of whom shall be chosen by said board as its president, one as secretary and one as treasurer, which board shall have full power and authority to manage and control the affairs and business of the company, and at any meeting of the board of directors a majority of the whole number of directors shall constitute a quorum for the transaction of business, and a majority of the votes of such quorum shall be sufficient to pass any measure before such meeting.

3. The board of directors shall be chosen from among the stockholders at the annual meeting of said company to be held at their principal office the first Tuesday of ——— in each year, and it shall be the duty of the secretary to give ——— days' notice in person or by mail to the stockholders of such annual meeting.

4. In case of a vacancy in the board of directors, a majority of the remainder of the members thereof shall fill such vacancy, and a majority of the board may also increase the number of directors to ——— and elect additional members when they may deem it advisable, and thereafter the number of directors shall be ———, and such election shall be good until the next annual meeting of the stockholders.

ARTICLE II.

1. The duties of the president, secretary and treasurer shall be such as are usually imposed upon such officials of corporations and as are required by law, and such as may be assigned to them respectively by the board of directors, from time to time, and the treasurer shall give bond in the sum of ——— dollars, approved by ———.

2. Other officers, agents and employés may be appointed, and their duties assigned and compensation fixed by the board of directors.

ARTICLE III.

The corporate seal of the company shall be a circular seal with the name of the company around the border and the date of the organization in the center.

ARTICLE IV.

1. Certificates of stock signed by the president and treasurer, and sealed with the seal of the corporation, and in form approved by the board of directors and in accordance with law, shall be issued by the company to the holders of the stock of the company.

2. Transfer of the stock shall be made either in person or by attorney only on the books of the company in a transfer book kept for that purpose, and upon the surrender of the old certificate.

3. Each stockholder shall be entitled to cast one vote for every share of stock held by him at any election, or on any subject before any annual or special meeting of the stockholders, and such votes may be cast whether in person or by written proxy, but not without the presentation of the certificates representing the stock on account of which such stockholder claims the right to vote.

ARTICLE V.

1. These by-laws may be altered and amended at any time by the entire board of directors or by a vote of the majority of the board at a meeting held for that purpose, five days' notice of such meeting having been given in writing either by mail or personal service to each member of the board by the president or secretary.

See generally §§ 965-1063.

FORM 590.

General By-laws (Long Form).

ARTICLE I—STOCKHOLDERS' MEETINGS.

Section 1. All meetings of the stockholders of this company shall be held at the principal office or place of business of the company in the state of ———.

Sec. 2. The annual meeting of the stockholders of this company shall be held on the ——— day of ——— in each year, at which meeting there shall be chosen ——— persons, who shall be stockholders in said company, to be the directors of said company for the ensuing year. A notice of such meeting, either written or printed, or partly written and partly printed, shall be mailed ——— days before such meeting to each stockholder, to his postoffice address appearing upon the records of the company, in addition to notice required by law to be published.

Sec. 3. If, for any reason, the annual meeting of stockholders shall not be held as hereinbefore provided, such annual meeting shall be called by the president and directors as soon as conveniently may be. It shall be the duty of the secretary, on the written request of _____ stockholders, if the election for directors has not been held as hereinbefore provided, to call a meeting of the stockholders as provided in section 2 for the election of directors.

Sec. 4. Special meetings of the stockholders of this company may be called at any time by the president. It shall also be the duty of the president to call a special meeting of the stockholders, whenever requested in writing so to do, by stockholders owning _____ per cent of the entire capital stock. If the president on such request neglects for _____ hours to call a special meeting, then the stockholders making the request may call a special meeting. Notice of special meetings shall be given by mailing a notice thereof to each stockholder, to his postoffice address appearing upon the records of the company at least _____ days before such meeting. Such notice, in addition to stating the time at which said meeting shall be held, shall briefly state the object of said meeting, and no business not so stated shall be considered at such meeting, except on the unanimous consent of all stockholders present, in person or by proxy, at such special meeting.

Sec. 5. No meetings of stockholders shall be called or held except as authorized by the law of the state of _____ or these by-laws.

Sec. 6. At all stockholders' meetings, stockholders owning at least _____ per cent of the capital stock of the company, and present in person or by proxy, shall be necessary to constitute a quorum.

Voting.

Sec. 7. At all annual meetings of stockholders, the right of any stockholder to vote shall be governed and determined by the transfer records. Only such persons shall be entitled to vote who appear as stockholders upon the transfer records of the company.

Sec. 8. No share of stock shall be voted upon at any election which has been transferred on the records of the company within _____ days next preceding such election.

Sec. 9. Stockholders may give proxies to vote at any meeting.

Sec. 10. At all meetings of stockholders all questions except the question of an amendment of these by-laws, and the question of the election of directors, and all such other questions the decision of which is specially regulated by statute, shall be determined by a majority vote of the stockholders present in person or by proxy; and, in the event of a tie vote, the presiding officer of the meeting shall cast the deciding vote, provided that any stockholder present may demand a

stock vote. When a stock vote is demanded it shall immediately be taken, and each stockholder present shall be entitled to one vote for each share of stock he owns, as appears by the transfer records as hereinbefore provided, and one vote for each share of stock so owned by any stockholder whose proxy he may be, and the question shall be decided affirmatively by a vote of not less than ——— per cent of all outstanding shares of stock of said company.

All voting shall be *viva voce*, except that a stock vote and vote for the election of directors shall be by ballot, and each ballot shall state the number of shares owned by the person voting, the name of the person voting and the word "Yes," if the vote be an affirmative vote, and the word "No," if the vote be a negative vote, or the name of the person voted for if it be a vote for the election of a director.

Sec. 11. All meetings, either of stockholders or directors, shall be presided over by the president; and at all meetings of the directors the president may vote, and he may also vote at any stockholders' meeting in addition to the case provided for by the last section, whenever a stock vote is taken. In the absence of the president, the vice-president shall preside, and shall have all the powers herein conferred upon the president when acting as presiding officer of a meeting.

Inspectors of Election.

Sec. 12. At all meetings for election of directors, two inspectors of election shall be first elected by a majority stock vote of all the stockholders present at the meeting, in person or by proxy, provided that no person who is a candidate for the office of director shall be elected as an inspector.

Order of Business.

Sec. 13. At all meetings of stockholders the following order of business shall be observed, so far as consistent with the purpose of the meeting, viz.:

Reading minutes of preceding meeting and action thereon.

Report of president.

Report of treasurer.

Report of secretary.

Report of committees.

Election of directors.

Unfinished business.

New business.

Article II—Officers—Directors.

Section 1. The affairs of this company shall be managed by ——— directors, who shall be annually chosen at the annual meeting of the stockholders, except as by these by-laws otherwise provided.

Sec. 2. All elections for directors shall be by ballot, and the poll at every such election shall be opened between the hours of ——— A. M. and ——— P. M. and shall continue open at least one hour by daylight, and shall close before ——— o'clock in the evening.

Sec. 3. In case a vacancy or vacancies by death, resignation or otherwise, occurs in the board of directors between the time of the annual meetings, the remaining director or directors shall fill the vacancy or vacancies by choosing from the stockholders as many persons as may be necessary to fill the vacancy or vacancies, and the person or persons so chosen shall be directors and hold office until their successors are elected.

Sec. 4. In case the entire board of directors should die or resign, then any stockholder may call a special meeting in the same manner that the president may call a special meeting, and new directors may be elected at such special meetings in the manner provided for the election of directors at annual meetings.

Sec. 5. Any director may resign his office at any time, such resignation to be made in writing, and it shall take effect from the time of its delivery to the president or to a majority of the board of directors.

Sec. 6. Any director who may be guilty of any fraud, or crime or conduct prejudicial to the interests of this company may be removed from his office by an affirmative majority vote of the other directors, and the remaining directors shall immediately after such vote declare the office of such director vacant, and the vacancy so created shall be filled in the same manner any other vacancy may be filled.

Other Officers.

Sec. 7. The directors so chosen, immediately after their election, shall hold a meeting, at which they shall choose from among their number a president and a vice-president, and they shall at the same meeting choose a secretary, treasurer and such other officers, agents and factors as they may deem necessary, who shall hold their offices until others are chosen and qualified in their stead.

Sec. 8. The board of directors shall also select an executive committee of five members, including the president, to possess and discharge all the powers of the board of directors during the intervals between its meetings. Of this committee ——— shall constitute a quorum for the transaction of business, but no action taken by it shall be valid unless the same have the affirmative vote of at least ——— members.

Sec. 9. Said board of directors may adopt such rules and regulations for the conduct of their meetings and management of the affairs of this company as they may deem proper, not inconsistent with the law of the state of ——— or these by-laws.

Sec. 10. The salary of all officers shall be fixed by a majority vote of the board of directors, and they may be changed from time to time as by said board of directors may be determined.

Sec. 11. The directors may hold their meetings at such time and times and place and places, either within or without the state, as they may determine upon. Notice of such meeting shall be given by mailing a notice thereof to each director, to his postoffice address as appearing in the records of the company not less than ——— days before such meeting.

Article III—Powers of Officers.

Section 1. President.—The president shall have power to employ and discharge all clerks, employes and agents; subject, however, to the right of the board of directors to direct, by a majority vote, the employment of any agent or other employé, or the dismissal of any agent or employé. The president shall also preside at all meetings of the company, or meetings of the stockholders of the company, and of the board of directors; shall be ex-officio a member of all committees, and shall perform such other duties as he may be directed to perform by the board of directors, and shall have a general oversight over the business and affairs of the company.

Sec. 2. Vice-President.—The vice-president shall, in the absence or incapacity of the president, perform the duties of that officer.

Sec. 3. Treasurer.—The treasurer shall deposit the money and securities belonging to this company in such bank or banks, trust companies and safe deposit vaults as may be selected by the board of directors, and all checks or other orders for the payment of money or the delivery of securities belonging to this company shall be signed by the president and treasurer or by such other person with the treasurer as the board of directors may designate, and no payment for a greater sum than ——— dollars shall be made except by check. The treasurer shall also keep such books of account as the directors or a majority of them, may direct. A report of the financial condition of the company shall be made by the treasurer to the president whenever requested by the president, and a report of like character shall be submitted by the treasurer at the annual meeting; and he shall, if required by the directors at any time, give such bond as the directors may require, and failure so to do within five days thereafter shall be held to forfeit and vacate, and shall forfeit and vacate, the office of treasurer. Every person accepting the office of treasurer shall hold the same subject to the last mentioned limitations. The treasurer shall also sign all certificates of stock, and perform such other duties as the board of directors may require.

Sec. 4. Secretary.—The secretary shall be sworn to the faithful discharge of his duty, and shall record all the votes of the company and directors in a book to be kept for that purpose. He shall record all transfers of stock and cancel and preserve all certificates of stock transferred, and he shall also keep a record alphabetically arranged of all persons who are stockholders of this company, showing their places of residence, the number of shares of stock held by them respectively, and the time when they became the owners of such shares. The address of any stockholder shall be changed whenever requested in writing by such stockholder. The secretary shall also be the transfer agent of the company for the transfer of all certificates of stock. He shall also keep the seal of the company, and affix the same to all certificates of stock and such other instruments requiring the seal as may be directed by the board of directors. The secretary shall also keep such other books and perform such other duties as may be assigned to him.

Article IV—Stock.

Section 1. All certificates of stock shall be signed by the president or vice-president and treasurer, and be attested by the corporate seal.

Sec. 2. Certificates of stock may be transferred, sold, assigned or pledged by an endorsement to the proper effect in writing on the back of the certificate, and delivery of such certificate by the transferrer to the transferee; provided that until notice given of such transfer to the secretary of the company, and the surrender of the certificate of stock for cancellation, and the issue of a new certificate in lieu of that surrendered, this company may regard and treat the transferrer as being still the owner of the stock.

Sec. 3. All surrendered certificates shall be marked cancelled, with the date of cancellation, by the secretary, and shall be immediately pasted into the stock-book opposite the memorandum of their issue.

Sec. 4. Duplicate certificates of stock may be issued for such as may have been lost or destroyed, upon the applicant furnishing (1) an affidavit of ownership and loss and (2) a bond of indemnity satisfactory to the company and conditioned to protect the company against all loss and damage which may occur in consequence of the issue of said duplicate certificate. And no such duplicate shall be issued until after publication once a week for ——— weeks, at the expense of the applicant, of a notice of the application therefor in some newspaper of general circulation designated by the president, published in the city of the applicant's residence.

Article V—Miscellaneous.

Section 1. The seal of the company shall be circular in form with the words "———" on the circumference, and the words "SEAL ————" in the center.

Sec. 2. The fiscal or business year of the company shall begin on the first day of —— and end on the —— day of —— following.

Sec. 3. Dividends shall be declared annually, or more frequently if the board shall so direct, from the surplus or net profits arising from the business of this corporation.

Sec. 4. These by-laws may be amended at any directors' meeting by vote of two-thirds of the whole board of directors. They may also be amended at any stockholders' meeting by a vote of stockholders owning not less than —— per cent of the entire capital stock issued. A copy of such amended by-laws shall be sent to each stockholder within thirty days after their adoption.

FORM 591.**By-Laws of the —— Company.****Article I—Meeting of Stockholders.**

Section 1. The annual meeting of the stockholders of this company shall be held at the office of the corporation, in the —— of ——, on the first Monday in January of each and every year, at 10 o'clock A. M. for the election of directors and such other business as may properly come before said meeting. Notice of the time, place and object of such meeting shall be given by publication thereof, at least once in each week for two successive weeks immediately preceding such meeting, in the manner required by the laws of the state, and by serving personally or by mailing, at least —— days previous to such meeting, postage prepaid, a copy of such notice, addressed to each stockholder at his residence or place of business, as the same shall appear on the books of the corporation. No business other than that stated in such notice, shall be transacted at such meeting without the unanimous consent of all the stockholders present thereat, in person or by proxy.

Sec. 2. Special meetings of stockholders, other than those regulated by statute, may be called at any time by a majority of the directors. It shall also be the duty of the president to call such meetings whenever requested in writing, so to do, by stockholders owning —— of the capital stock. A notice of every special meeting, stating the time, place and object thereof, shall be given by mailing, postage prepaid, at least —— days before such meeting, a copy of such notice addressed to each stockholder at his postoffice address as the same appears on the books of the corporation.

Sec. 3. At all meetings of stockholders, there shall be present, either in person or by proxy, stockholders owning ——— of the capital stock of the corporation in order to constitute a quorum, except at special elections of directors pursuant to the laws of the state governing corporations.

Sec. 4. At all annual meetings of stockholders the right of any stockholder to vote shall be governed and determined as prescribed in the laws of the state governing corporations.

Sec. 5. If, for any reason, the annual meeting of stockholders shall not be held as thereinbefore provided, such annual meeting shall be called and conducted as prescribed in the laws of the state governing corporations.

Sec. 6. At all ——— meetings of stockholders, only such persons shall be entitled to vote in person and by proxy who appear as stockholders upon the transfer books of the corporation for ——— days immediately preceding such meeting.

Sec. 7. At the annual meetings of stockholders the following shall be the order of business, viz:

1. Calling the roll.
2. Reading, notice and proof.
3. Report of officers.
4. Report of committee.
5. Unfinished business.
6. New business.
7. Election of directors.
8. Miscellaneous business.

Sec. 8. At all meetings of stockholders all questions, except the question of an amendment to the by-laws, and the election of directors and inspectors of election, and all such other questions, the manner deciding which is specially regulated by statute, shall be determined by a majority vote of the stockholders present in person or by proxy; provided, however, that any qualified voter may demand a stock vote, and in that case, such stock vote shall immediately be taken, and each stockholder present, in person or by proxy, shall be entitled to one vote for each share of stock owned by him. All voting shall be viva voce, except that a stock vote shall be by ballot, each of which shall state the name of the stockholder voting and the number of shares owned by him, and in addition, if such ballot be cast by a proxy, it shall also state the name of such proxy.

Sec. 9. At special meetings of stockholders, the provisions of the laws of the state governing corporations shall apply to the casting of all votes.

Article II—Directors.

Section 1. The directors of this corporation shall be elected by ballot, for the term of one year, at the annual meeting of stockholders, except as hereinafter otherwise provided for filling vacancies. The directors shall be chosen by a plurality of the votes of the stockholders, voting either in person or by proxy, at such annual election as provided by the laws of the state governing corporations.

Sec. 2. Vacancies in the board of directors, occurring during the year shall be filled for the unexpired term, by a majority vote of the remaining directors at any special meeting called for that purpose, or at any regular meeting of the board.

Sec. 3. In case the entire board of directors shall die or resign, any stockholder may call a special meeting in the same manner that the president may call such meetings, and directors for the unexpired term may be elected at such special meeting in the manner provided for their election at annual meetings.

Sec. 4. The board of directors may adopt such rules and regulations for the conduct of their meetings and management of the affairs of the corporation as they may deem proper, not inconsistent with the laws of the state of ———, or these by-laws.

Sec. 5. The board of directors shall meet on the first Monday of every month, and whenever called together by the president upon due notice given to each director. On the written request of any director, the secretary shall call a special meeting of the board.

Sec. 6. All committees shall be appointed by the board of directors.

Article III—Officers.

Section 1. The board of directors, immediately after the annual meeting, shall choose one of their number by a majority vote to be president, and they shall also appoint a vice-president, secretary and treasurer. Each of such officers shall serve for the term of one year, or until the next annual election.

Sec. 2. The president shall preside at all meetings of the board of directors, and shall act as temporary chairman at, and call to order all meetings of the stockholders. He shall sign certificates of stock, sign and execute all contracts in the name of the company, when authorized so to do by the board of directors; countersign all checks drawn by the treasurer; appoint and discharge agents and employes, subject to the approval of the board of directors, and he shall have the general management of the affairs of the corporation and perform all the duties incidental to his office.

Sec. 3. The vice-president shall, in the absence or incapacity of the president, perform the duties of that officer.

Sec. 4. The treasurer shall have the care and custody of all the funds and securities of the corporation, and deposit the same in the name of the corporation, in such bank or banks as the directors may elect; he shall sign all checks, drafts, notes and orders for the payment of money, which shall be countersigned by the president, and he shall pay out and dispose of the same under the direction of the president; he shall at all reasonable times exhibit his books and accounts to any director or stockholder of the company upon application at the office of the company during business hours; he shall sign all certificates of stock signed by the president; he shall give such bonds for the faithful performance of his duties as the board of directors may determine.

Sec. 5. The secretary shall keep the minutes of the board of directors, and also the minutes of the meetings of stockholders; he shall attend to the giving and serving of all notices of the company, and shall affix the seal of the company to all certificates of stock, when signed by the president and treasurer; he shall have charge of the certificate book and such other books and papers as the board may direct; he shall attend to such correspondence as may be assigned to him, and perform all the duties incidental to his office. He shall also keep a stock-book, containing the names, alphabetically arranged, of all persons who are stockholders of the corporation, showing their places of residence, the number of shares of stock held by them respectively, the time when they respectively became the owners thereof, and the amount paid thereon, and such book shall be open for inspection as prescribed by the laws of the state governing corporations.

ARTICLE IV. CAPITAL STOCK.

Section 1. Subscriptions to the capital stock must be paid to the treasurer at such time or times, and in such instalments, as the board of directors may by resolution require. Any failure to pay an instalment when required to be paid by the board of directors shall work a forfeiture of such shares of stock in arrears, pursuant to the laws of the state governing corporations.

Sec. 2. Certificates of stock shall be numbered and registered in the order they are issued, and shall be signed by the president or vice-president and by the secretary and treasurer, and the seal of the corporation shall be affixed thereto. All certificates shall be bound in a book, and shall be issued in consecutive order therefrom, and in the margin thereof shall be entered the name of the person owning the shares therein represented, the number of shares, and the date thereof. All certificates exchanged or returned to the corporation shall be marked cancelled, with the date of cancellation, by the secretary, and shall be

immediately pasted in the certificate book, opposite the memorandum of its issue.

Sec. 3. Transfers of shares shall only be made upon the books of the corporation by the holder in person or by power of attorney duly executed and acknowledged and filed with the secretary of the corporation, and on the surrender of the certificate or certificates of such shares.

Sec. 4. Whenever the capital stock of the corporation is increased, each bona fide owner of its stock shall be entitled to purchase at par value thereof, an amount of stock in proportion to the number of shares of stock he owns in the corporation at the time of such increase.

ARTICLE V. DIVIDENDS.

Section 1. Dividends shall be declared and paid out of the surplus profits of the corporation as often and at such times as the board of directors may determine, and in accordance with the laws of the state governing corporations.

ARTICLE VI. INSPECTORS.

Section 1. Two inspectors of election shall be elected at each annual meeting of stockholders to serve for one year, and if any inspector shall refuse to serve or shall not be present, the meeting may appoint an inspector in his place.

ARTICLE VII. SEAL.

Section 1. The seal of the corporation shall be in the form of a circle, and shall bear the name of the corporation and the year of its incorporation.

ARTICLE VIII. AMENDMENTS.

Section 1. These by-laws may be amended at any stockholders' meeting by a vote of the stockholders owning a majority of the stock, represented either in person or by proxy, provided the proposed amendment is inserted in the notice of such meeting. A copy of such amended by-law shall be sent to each stockholder within ten days after the adoption of the same.

By-laws are not required to be filed in any public office. After adoption they should be entered in the book of minutes of the corporation.

ARTICLE IX. WAIVER OF NOTICE.

Section 1. Whenever under the provisions of these by-laws or of any of the corporate laws the stockholders or directors are authorized to hold any meeting after notice or after the lapse of any prescribed period of time, such meeting may be held without notice and without such

lapse of time by a written waiver of such notice signed by every person entitled to notice.

FORM 592.

By-Laws of United States Steel Corporation.

ARTICLE 1. STOCKHOLDERS.

Section 1. Annual Meeting.—The annual meeting of the stockholders of the company shall be held annually at the principal office of the company in the state of New Jersey, at twelve o'clock noon, on the third Monday of April in each year, if not a legal holiday, and if a legal holiday then on the next succeeding Monday not a legal holiday, for the purpose of electing directors, and for the transaction of such other business as may be brought before the meeting; and the terms of office of the directors of the several classes shall continue until the election of their successors at such meeting as provided in Art. 2 hereof. It shall be the duty of the secretary to cause notice of each annual meeting to be published once in each of the four calendar weeks next preceding the meeting in at least one newspaper in each of the following places: Jersey City, N. J., New York, N. Y., Chicago, Ill., and Pittsburg, Pa. Nevertheless, a failure to publish such notice, or any irregularity in such notice, or in the publication thereof, shall not affect the validity of any annual meeting, or of any proceedings at such meeting.

Sec. 2. Special Meetings.—Special meetings of the stockholders may be held at the principal office of the company in the state of New Jersey, whenever called in writing or by vote, by a majority of the board of directors. Notice of each special meeting, indicating briefly the object or objects thereof, shall by the secretary be published once in each of the four calendar weeks next preceding the meeting, in at least one newspaper in each of the following places: Jersey City, N. J., New York, N. Y., Chicago, Ill., and Pittsburg, Pa. Nevertheless if all stockholders shall waive notice of a special meeting, no notice of such meeting shall be required; and whenever all the stockholders shall meet in person or by proxy, such meeting shall be valid for all purposes without call or notice, and at such meetings any corporate action may be taken.

Sec. 3. Quorum.—At any meeting of the stockholders the holders of one-third of all the shares of the capital stock of the company, present in person or represented by proxy, shall constitute a quorum of the stockholders for all purposes, unless the representation of a larger number shall be required by law, and, in that case, the representation of the number so required, shall constitute a quorum.

If the holders of the amount of stock necessary to constitute a quorum shall fail to attend in person or by proxy at the time and place fixed by these by-laws for an annual meeting, or fixed by notice as above provided for a special meeting called by the directors, a majority in interest of the stockholders present in person or by proxy, may adjourn, from time to time, without notice other than by announcement at the meeting, until holders of the amount of stock requisite to constitute a quorum shall attend. At any such adjourned meeting at which a quorum shall be present, any business may be transacted which might have been transacted at the meeting as originally notified.

Sec. 4. Organization.—The chairman of the board, and in his absence, the chairman of the finance committee, and in the absence of both, the president, shall call meetings of the stockholders to order, and shall act as chairman of such meetings. The board of directors may appoint any stockholder to act as chairman of the board and of the chairman of the finance committee and of the president. The secretary of the company shall act as secretary at all meetings of the stockholders; but in the absence of the secretary at any meeting of the stockholders the presiding officer may appoint any person to act as secretary of the meeting.

Sec. 5. Voting.—At each meeting of the stockholders, every stockholder shall be entitled to vote in person, or by proxy appointed by instrument in writing, subscribed by such stockholder or by his duly authorized attorney, and delivered to the inspectors at the meeting; and he shall have one vote for each share of stock standing registered in his name at the time of the closing of the transfer books for said meeting. The votes for directors, and, upon demand of any stockholder, the votes upon any question before the meeting, shall be by ballot.

At each meeting of the stockholders, a full, true and complete list in alphabetical order, of all the stockholders entitled to vote at such meeting, and indicating the number of shares held by each, certified by the secretary or by the treasurer, shall be furnished. Only the persons in whose names shares of stock stand on the books of the company at the time of the closing of the transfer books for such meeting, as evidenced by the list of stockholders so furnished, shall be entitled to vote in person or by proxy on the shares so standing in their names.

Prior to any meeting, but subsequent to the time of closing the transfer books for such meeting, any proxy may submit his powers of attorney to the secretary, or to the treasurer, for examination. The certificate of the secretary, or of the treasurer as to the regularity of such powers of attorney, and as to the number of shares who severally and respectively executed such powers of attorney, shall be received as

prima facie evidence of the number of shares represented by the holder of such powers of attorney for the purpose of establishing the presence of a quorum at such meeting and of organizing the same, and for all other purposes.

Sec. 6. Inspectors.—At each meeting of the stockholders, the polls shall be opened and closed, the proxies and ballots shall be received and be taken in charge, and all questions touching the qualification of voters and the validity of proxies and the acceptance or rejection of votes, shall be decided by three inspectors. Such inspectors shall be appointed by the board of directors before or at the meeting, or, if no such appointment shall have been made, then by the presiding officer at the meeting. If for any reason any of the inspectors previously appointed shall fail to attend or refuse or be unable to serve, inspectors in place of any so failing to attend or refusing or unable to attend, shall be appointed in like manner.

Article II—Board of Directors.

Section 1. Number, Classification and Term of Office.—The business and property of the company shall be managed and controlled by the board of directors. As provided in the certificate of incorporation, the directors shall be classified in respect of the time for which they shall severally hold office, by dividing them into three classes, each class consisting of one-third of the whole number of the board of directors. The directors of the first class shall be elected for a term of one year; the directors of the second class shall be elected for a term of two years, and the directors of the third class shall be elected for a term of three years. At each annual election, the successors to the directors of the class whose term shall expire in that year shall be elected to hold office for the term of three years, so that the term of office of one class of directors shall expire in each year.

The number of directors shall be twenty-four, but the number of directors may be altered from time to time by the alteration of these by-laws.

In case of any increase of the number of directors, the additional directors shall be elected by the directors then in office; one-third of such additional directors for the unexpired portion of the term of one year; one-third for the unexpired portion of the term of two years, and one-third for the unexpired portion of the term of three years, so that each class of directors shall be increased equally.

Every director shall be a holder of at least one share of the capital stock of the company. Each director shall serve for the term for which he shall have been elected, and until his successor shall have been duly chosen.

At all elections of the directors, the polls shall remain open for at least one hour, unless every registered owner of shares has sooner voted in person or by proxy, or in writing has waived the statutory provision.

Sec. 2. Vacancies.—In case of any vacancy in the directors of any class through death, resignation, disqualification or other cause, the remaining directors, by affirmative vote of a majority thereof, may elect a successor to hold office for the unexpired portion of the term of the director whose place shall be vacant, and until the election of his successor.

Such vacancy shall be filled upon and after nominations therefor shall have been made by the finance committee.

Sec. 3. Place of Meeting, etc.—The directors may hold their meetings, and may have an office and keep the books of the company (except as otherwise may be provided for by law) in such place or places in the state of New Jersey or outside of the state of New Jersey, as the board from time to time may determine.

Sec. 4. Regular Meetings.—Regular meetings of the board of directors shall be held monthly on the last Tuesday of each month, if not a legal holiday, and if a legal holiday, then on the next succeeding Tuesday not a legal holiday. No notice shall be required for any such regular monthly meeting of the board.

Sec. 5. Special Meetings.—Special meetings of the board of directors shall be held whenever called by direction of the chairman of the board, or the chairman of the finance committee, or the president, or of one-third of the directors for the time being in office.

The secretary shall give notice of each special meeting by mailing the same at least two days before the meeting, or by telegraphing the same at least one day before the meeting, to each director; but such notice may be waived by any director. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting. At any meeting at which every director shall be present, even though without any notice, any business may be transacted.

Sec. 6. Quorum.—A majority of the board of directors shall constitute a quorum for the transaction of business; but if at any meeting of the board there be less than a quorum present, a majority of those present may adjourn the meeting from time to time.

The affirmative vote of at least two-fifths of all the directors for the time being in office shall be necessary for the passage of any resolution.

Sec. 8. Order of Business.—At meetings of the board of directors business shall be transacted in such order as, from time to time, the board may determine by resolution. At all meetings of the board of directors, the chairman of the board, or in his absence the chairman of

the finance committee, or, in the absence of both of these officers, the president, shall preside.

Sec. 9. Contracts.—Inasmuch as the directors of this company are men of large and diversified business interests, and are likely to be connected with other corporations with which from time to time this company must have business dealings, no contracts or other transactions between this company and any other corporation shall be affected by the fact that directors of this company are interested in, or are directors or officers of such other corporation, if, at the meeting of the board, or of the committee of this company, making, authorizing or confirming such contract or transaction, there shall be present a quorum of directors not so interested; and any director individually may be a party to, or may be interested in any contract or transaction of this company, provided that such contract or transaction shall be approved or be ratified by the affirmative vote of at least ten directors not so interested.

The board of directors in its discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders, or at any meeting of the stockholders called for the purpose of considering any such act or contract; and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the capital stock of the company which is represented in person or by proxy at such meeting (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the corporation and upon all the stockholders as though it had been approved or ratified by every stockholder of the corporation.

Sec. 10. Compensation of Directors.—For his attendance at any meeting of the board of directors, or of any committee, every director shall receive an allowance of \$20 for attendance at each meeting.

Sec. 11. Election of Officers and Committees.—At the first regular meeting of the board of directors in each year (at which a quorum shall be present) held next after the annual meeting, the board of directors shall proceed to the election of the executive officers of the company, and of the finance committee to be elected by the board of directors under the provisions of Art. 3 and Art. 4 of the by-laws.

Article III—Finance Committee.

Section 1. The board of directors shall elect from the directors a finance committee, and shall designate for such committee a chairman, who shall continue to be a chairman of the committee during the pleasure of the board of directors.

The board of directors shall fill vacancies in the finance committee by election from the directors; and at all times it shall be the duty of

the board of directors to keep the membership of such committee full, with due regard to the qualifications for such membership indicated in this article of the by-laws.

All action by the finance committee shall be reported to the board of directors at its meeting next succeeding such action, and shall be subject to revision or alteration by the board of directors; provided that no rights or acts of third parties shall be affected by any such revision or alteration.

The finance committee shall fix its own rules of proceeding, and shall meet where and as provided by such rules, or by resolution of the board of directors, but in every case the presence of at least four members shall be necessary to constitute a quorum.

In every case the affirmative vote of a majority of all the members of the committee present at the meeting, shall be necessary to its adoption of any resolution.

Sec. 2. The finance committee shall consist of seven members, beside the chairman of the board and the president, each of whom, by virtue of his office, shall be a member of the finance committee. So far as practicable each of the seven elected members of the finance committee shall be a person of experience in matters of finance. Unless otherwise ordered by the board of directors, each elected member of the finance committee shall continue to be a member thereof until the expiration of his term of office as a director.

The finance committee shall have special charge and control of all financial affairs of the company. The general counsel, the treasurer, the comptroller and the secretary, and their respective offices, shall be under the direct control and supervision of the finance committee.

During the intervals between the meetings of the board of directors, the finance committee shall possess, and may exercise, all the powers of the board of directors in the management of all the affairs of the company, including its purchases of property, and the execution of legal instruments with or without the corporate seal in such manner as said committee shall deem to be best for the interests of the company, in all cases in which specific directions shall not have been given by the board of directors.

During the intervals between the meetings of the finance committee, and subject to its review, the chairman of the board and the chairman of the finance committee together shall possess, and may exercise any of the powers of the committee, except as from time to time shall be otherwise provided by resolution of the board of directors.

Except as otherwise provided by the by-laws or by resolution of the board of directors, all salaries and compensations paid or payable by the company shall be fixed by the finance committee.

No director not an executive officer shall become a salaried employé of the company except by special vote of the finance committee.

Article IV—Advisory Committee.

The board of directors shall elect from the directors an advisory committee. The committee shall consist of three members, besides the president of the corporation, who by virtue of his office shall be a member and chairman of the committee. This committee, from time to time, shall consider and make recommendations concerning such questions relating to manufacturing, transportation or operation as may be submitted to the committee by the president.

Article V—Officers.

Section 1. Officers.—The executive officers of the company shall be a chairman of the board of directors, a president, a vice-president, or more than one vice-president, a general counsel, a treasurer, a secretary and a comptroller, all of whom shall be elected by the board of directors.

The board of directors may appoint such other officers as they shall deem necessary, who shall have such authority and shall perform such duties as from time to time may be prescribed by the board of directors.

The powers and duties of the treasurer and secretary may be exercised and performed by the same person.

In its discretion, the board of directors by a vote of a majority thereof may leave unfilled for any such period as it may fix by resolution, any offices except those of president, treasurer, secretary and comptroller.

All officers and agents shall be subject to removal at any time by the affirmative vote of a majority of the whole board of directors. All officers, agents and employés, other than officers appointed by the board of directors, shall hold office at the discretion of the committee or of the officer appointing them.

Each of the salaried officers of the corporation shall devote his entire time, skill and energy to the business of the corporation, unless the contrary is expressly consented to by the board of directors or the finance committee. No vacations shall be taken by any of such officers, except by consent of the board of directors or finance committee.

The finance committee shall have power to remove all officers, agents and employés of the company, except officers elected or appointed by the board of directors.

Sec. 3. Powers and Duties of the Chairman of the Board.—The chairman of the board of directors shall preside at all meetings of the stockholders and of the board of directors; and by virtue of his office shall be a member of the finance committee. He shall have supervision

of such matters as may be designated to him by the board of directors or the finance committee.

Sec. 4. Powers and Duties of the President.—In the absence of the chairman of the board and the chairman of the finance committee, the president shall preside at all meetings of the stockholders and of the board of directors. By virtue of his office he shall be a member of the finance committee. Subject to the board of directors and the finance committee, he shall have general charge of the business of the corporation relating to manufacturing, mining and transportation and general operation. He shall keep the board of directors and the finance committee fully informed, and shall freely consult them concerning the business of the corporation in his charge. He may sign and execute all authorized bonds, contracts, checks or other obligations in the name of the corporation, and with the treasurer or assistant treasurer may sign all certificates of the shares in the capital stock of the corporation. He shall do and perform such other duties as from time to time may be assigned to him by the board of directors.

Sec. 5. Vice-presidents.—The board of directors may appoint a vice-president or more than one vice-president. Each vice-president shall have such powers, and shall perform such duties, as may be assigned to him by the board of directors.

Sec. 6. The General Counsel.—The general counsel shall be the chief consulting officer of the company in all legal matters, and subject to the board of directors and the finance committee, shall have general control of all matters of legal import concerning the company.

Sec. 7. Powers and Duties of Treasurer.—The treasurer shall have custody of all the funds and securities of the company which may have come into his hands; when necessary or proper he shall endorse on behalf of the company, for collection, checks, notes and other obligations, and shall deposit the same to the credit of the company in such bank or banks or depository as the board of directors or the finance committee may designate: he shall sign all receipts and vouchers for payments made to the company; jointly with such other officers as may be designated by the finance committee, he shall sign all checks made by the company, and shall pay out and dispose of the same under the direction of the board or of the finance committee: he shall sign with the president or such other person or persons as may be designated for the purpose by the board of directors or the finance committee all bills of exchange and promissory notes of the company; he may sign, with the president or vice-president, all certificates of shares in the capital stock; whenever required by the board of directors or by the finance committee, he shall render a statement of his cash account; he shall enter regularly, in books of the company to be kept by him for the

purpose, full and accurate account of all moneys received and paid by him on account of the company; he shall, at all reasonable times, exhibit his books and accounts to any director of the company upon application at the office of the company during business hours; and he shall perform all acts incident to the position of treasurer, subject to the control of the board of directors or of the finance committee.

He shall give a bond for the faithful discharge of his duties in such sums as the board of directors or the finance committee may require.

Sec. 8. Assistant Treasurers.—The board of directors or the finance committee may appoint an assistant treasurer or more than one assistant treasurer. Each assistant treasurer shall have such powers and shall perform such duties as may be assigned to him by the board of directors, or by the finance committee.

Sec. 9. Powers and Duties of Secretary.—The secretary shall keep the minutes of all meetings of the board of directors, and the minutes of all meetings of the stockholders, and also (unless otherwise directed by the finance committee) the minutes of all committees, in books provided for that purpose; he shall attend to the giving and serving of all notices of the company; he may sign with the president, in the name of the company, all contracts authorized by the board of directors or by the finance committee, and, when so ordered by the board of directors or by the finance committee, he shall affix the seal of the company thereto; he shall have charge of the certificate books, transfer books and stock ledgers, and such other books and papers as the board of directors or the finance committee may direct, all of which shall, at all reasonable times be open to the examination of any director, upon application at the office of the company during business hours; and he shall in general perform all the duties incident to the office of secretary, subject to the control of the board of directors and of the finance committee. The offices of secretary and of treasurer may be held by one and the same person.

Sec. 10. Assistant Secretaries.—The board of directors or the finance committee may appoint one assistant secretary or more than one assistant secretary. Each assistant secretary shall have such powers and shall perform such duties as may be assigned to him by the board of directors or by the finance committee.

Sec. 11. Comptroller.—The comptroller shall be the principal officer in charge of the accounts of the company, and shall perform such duties as from time to time may be assigned to him by the board of directors or the finance committee.

Sec. 12. Voting upon Stocks.—Unless otherwise ordered by the board of directors or by the finance committee, the chairman of the board or the chairman of the finance committee shall have full power

and authority in behalf of the company to attend and to act and to vote at any meeting of stockholders of any corporation in which the company may hold stock, and at any such meeting shall possess and may exercise any and all the rights and powers incident to the ownership of such stock, and which, as the owner thereof, the company might have possessed and exercised if present. The board of directors or the finance committee, by resolution, from time to time, may confer like powers upon any other person or persons.

Article VI—Capital Stock—Seal.

Section 1. Certificates of Shares.—The certificates for shares of the capital stock of the company shall be in such form, not inconsistent with the certificate of incorporation, as shall be prepared or be approved by the board of directors. The certificate shall be signed by the president or a vice-president, and also by the treasurer or an assistant treasurer.

All certificates shall be consecutively numbered. The name of the person owning the shares represented thereby, with the number of such shares and the date of issue, shall be entered on the company's books.

No certificate shall be valid unless it is signed by the president or a vice-president, and by the treasurer or an assistant treasurer.

All certificates surrendered to the company shall be cancelled, and no new certificate shall be issued until the former certificates for the same number of shares of the same class shall have been surrendered and cancelled.

Sec. 2. Transfer of Shares.—Shares in the capital stock of the company shall be transferred only on the books of the company by the holder thereof in person, or by his attorney, upon surrender and cancellation of certificates for a like number of shares.

Sec. 3. Regulations.—The board of directors and the finance committee also, shall have power and authority to make all such rules and regulations as respectively they may deem expedient, concerning the issue, transfer and registration of certificates for shares of the capital stock of the company.

The board of directors or the finance committee may appoint a transfer agent and a registrar of transfers, and may require all stock certificates to bear the signature of such transfer agent and of such registrar of transfers.

Sec. 4. Closing of Transfer Books.—The stock transfer books shall be closed for the meetings of the stockholders, and for the payment of dividends, during such periods as from time to time may be fixed by the board of directors or by the finance committee, and during such periods no stock shall be transferable.

Sec. 5. Dividends.—The board of directors may declare dividends from the surplus or net profits of the company.

The dates for the declaration of dividends upon the preferred stock and upon the common stock of the company shall be the days by these by-laws fixed for the regular monthly meetings of the board of directors in the months of April, July, October and January in each year, on which days the board of directors, in its discretion, shall declare what, if any, dividends shall be declared upon the preferred stock and the common stock, or either of such stocks.

The dividends upon the preferred stock, if declared severally and respectively shall be payable quarterly upon the thirtieth day of May, of August, of November and the last day of February in each year.

If the date herein appointed for the payment of any dividend shall in any year fall upon a legal holiday, then the dividend payable on such date shall be paid on the next day not a legal holiday.

Sec. 6. Working Capital.—The directors shall not be required in January in each year, after reserving over and above its capital stock paid in, as a working capital for said corporation, such sum, if any, as shall have been fixed by the stockholders, to declare a dividend among its stockholders of the whole of its accumulated profits exceeding the amount so reserved, and pay the same to such stockholders on demand; but the board of directors may fix a sum which may be set aside or reserved, over and above the company's capital paid in, as a working capital for the company, and from time to time they may increase, diminish and vary the same in their absolute judgment and discretion.

Sec. 7. Corporate Seal.—The board of directors shall provide a suitable seal, containing the name of the company, which seal shall be in charge of the secretary. If and when so directed by the board of directors or by the finance committee, a duplicate of the seal may be kept and be used by the treasurer or by any assistant secretary or assistant treasurer.

Article VII—Amendments.

Section 1. The board of directors shall have power to make, amend and repeal the by-laws of the company by vote of a majority of all of the directors, at any regular or special meeting of the board, provided that notice of intention to make, amend or repeal the by-laws in whole or in part shall have been given at the next preceding meeting; or without any such notice, by a vote of two-thirds of all the directors.

h. Miscellaneous Resolutions—Certificates, etc.

FORM 593.

Amendment of Articles—Change of Name.

Whereas, Art. 1 of the articles of incorporation of this company reads as follows:

Art. 1. "The name of this corporation shall be The Wireless Talk Co.;" and

Whereas, This corporation has been enjoined from using the said name by the supreme court of the state of ——— because of its similarity to the name of an existing corporation;

Therefore, be it resolved, That the name of this corporation be changed from the said "The Wireless Talk Company" to "The Free Wireless Gossip Company"; and

Be it further resolved, That the proper officers of this meeting or of this company shall make such certificate or certificates as may be necessary and as are required by law and present the same to the proper officer, or file the same in the public office as required by the statute of the state; and that said officers report their acts in reference thereto to this body that it may accept said new name.

See §§ 59, 60.

FORM 594.

Amendment of Articles—Increase of Capital Stock.

Whereas, Art. 5 of the articles of incorporation fixed the capital stock of this corporation at \$500,000, divided into 5,000 shares of the par value of \$100 each; and

Whereas, It is deemed advisable to increase the capital stock of this corporation for the purpose of extending and enlarging the business;

Therefore, be it resolved, That said Art. 5 of the articles of incorporation be amended to read as follows:

Art. 5. "The capital stock of this corporation shall consist of \$1,000,000, the same to be divided into 10,000 shares of the par value of \$100 each; and

Be it further resolved, That the said increased stock be offered first to the existing stockholders pro rata at its face value and if not taken within ninety days from the adoption of this resolution then the board of directors be and they are hereby authorized to sell any of such stock not taken at not less than its par value."

§§ 202, 3620 et seq., 3642.

FORM 595.

Increasing of Capital Stock.

Whereas, The capital stock of this corporation was fixed by the original articles of incorporation at \$500,000, which was divided into 5,000 shares of the face value of \$100 each; and

Whereas, It is deemed advisable to increase the said capital stock;

Therefore, be it resolved, That the capital stock of this corporation be increased \$500,000 and that the present capital stock of \$500,000 be increased to \$1,000,000, the same to be divided into 10,000 shares of the par value of \$100 each; and

Be it further resolved, That the said increased stock be classified as follows: \$200,000 thereof shall be preferred stock and \$300,000 thereof shall be common stock; that said preferred stock shall be cumulative dividend stock and shall be entitled to dividends of 5 per cent payable semi-annually, and that said dividends shall be cumulative and that no dividends shall be paid on the common stock until all arrearages of dividends on such preferred stock are paid in full; that all remaining surplus shall be distributed as dividends on the common stock only; that on final dissolution and distribution all current dividends and all arrearages of dividends shall be first paid, and then the face value of such preferred stock shall be paid to the holders thereof and no more; and that the division and distribution of all remaining surplus shall be to the common stock alone.

See §§ 3620 et seq., 3585 et seq. See also §§ 3427, 3586 et seq., 3590-3593, 5345.

FORM 596.

Increase of Capital Stock—Stock Dividends.

Whereas, The capital stock of this company as fixed by the original articles of incorporation is \$100,000, divided into 1,000 shares of the face value of \$100 each; and

Whereas, This corporation has permanent property and assets of the value of \$125,000; and

Whereas, This corporation has now on hand \$10,000 in cash, which could be distributed as dividends to the stockholders; and

Whereas, It is desired to enlarge and extend the business of the corporation; and

Whereas, It is desirable that the stock of the corporation be increased;

Therefore, be it resolved, That the capital stock of this corporation

be increased from \$100,000 to \$125,000 and that the same be divided into 1,250 shares of the face value of \$150 each;

Be it further resolved, That the said \$25,000 of increased stock be distributed among the existing stockholders pro rata as a stock dividend; and be it further resolved that the directors of this corporation be and they hereby are authorized and directed to issue to the existing stockholders the said increased stock, and that they be and are hereby authorized to use the said sum of \$10,000 in extending and enlarging the business of this corporation.

See § 3629.

FORM 597.

Increase of Capital Stock—Convertible Bond.

Whereas, This corporation under proper and legal authority has heretofore issued bonds in the sum of \$25,000, convertible at the option of the holder into stock; and

Whereas, The holders of said bonds desire and have demanded that the bonds so held by them be converted into stock;

Therefore, be it resolved, That the capital stock of this corporation be increased \$25,000; and

Be it further resolved, That the board of directors be and they hereby are authorized and directed to issue the said \$25,000 of stock in payment and satisfaction of the said convertible bonds; and that the same be issued to the holders of said convertible bonds as the same are presented for such purpose.

§ 3630.

FORM 598.

Amendment of Articles—Reduction and Cancellation of Capital Stock.

Whereas, Art. 5 of the original articles of incorporation provides as follows:

“The capital stock of this corporation shall be \$500,000 divided into 5,000 shares of the par value of \$100 each;” and

Whereas, \$300,000 of the capital stock of this corporation has been subscribed and taken; and

Whereas, The corporation now has ample funds, means and assets with which to conduct its business; and

Whereas, It is not desirable that the remaining stock be sold or issued;

Now, therefore, be it resolved, That the said Art. 5 be amended to read as follows:

"The capital stock of this corporation shall be \$300,000 divided into 3,000 shares of the par value of \$100 each; and

Be it further resolved, That the board of Directors be and they hereby are authorized and directed to cancel the said \$200,000, the unissued stock of this corporation, and retire the same.

See § 3660 et seq.

FORM 599.

Reduction of Capital Stock by Cancellation.

Whereas, The capital stock of this corporation was by the original articles of incorporation fixed at \$500,000, which was divided into 5,000 shares of the face value of \$100 each; and

Whereas, Only 3,000 shares of the said stock has been issued; and

Whereas, The corporation has sufficient money, means and assets to conduct its business without making sale of additional stock; and

Whereas, It is deemed advisable to reduce the said capital stock;

Therefore, be it resolved, That the capital stock of this corporation be reduced from the said sum of \$500,000 to the sum and amount of \$300,000, the same to be divided into 3,000 shares of the par value of \$100 each; and

Be it further resolved, That the board of directors be and they are hereby directed to retire and cancel the said remaining \$200,000 of the said original capital stock and retire the same.

FORM 600.

Reduction of Capital Stock—Distribution of Assets.

Whereas, The capital stock of this corporation was by the original articles of incorporation fixed at \$250,000, and divided into 2,500 shares of the par value of \$100 each; and

Whereas, The corporation has been unusually prosperous in its business; and

Whereas, During the first three years of its existence no dividends were paid; and

Whereas, The corporation has accumulated a large amount of surplus property and assets, and has now more than is necessary for the transaction and conduct of its business; and

Whereas, There are no unpaid claims or unsatisfied creditors; and

Whereas, It is deemed advisable and it is desirable to reduce the capital stock of this corporation and distribute a portion of the assets;

Therefore, be it resolved, That the capital stock of this corporation

be reduced from \$250,000 to \$200,000 and that the same be divided into 2,000 shares of the face value of \$100 each; and

Be it further resolved, That assets of this corporation of the value of \$50,000 be distributed pro rata among the stockholders of the corporation; and

Be it further resolved, That the board of directors of this corporation be and they are hereby authorized and directed to make a just and equitable distribution of \$50,000 worth of the assets of this corporation to the stockholders in proportion to the amount of stock owned by each, and that such distribution be made in such manner as the board of directors may deem just and equitable; but that none of the assets of this corporation be distributed or delivered to any stockholder except upon the surrender by him of an amount of his stock the face value of which shall equal the value of the assets so to be turned over or delivered, and that the board of directors be and they are hereby directed and authorized to cancel and retire all stock so surrendered.

See § 3666.

FORM 601.

Changing Number and Denomination of Shares.

Whereas, The capital stock of this corporation was fixed at \$100,000 in the original articles of incorporation; and

Whereas, The said capital stock was divided into 1,000 shares of the face value of \$100 each; and

Whereas, It is deemed advisable and desirable to change the number and denomination of the shares of said capital stock;

Therefore, be it resolved, That the said capital stock be and the same is hereby divided into 10,000 shares of the par value of \$10 each.

See § 3407.

FORM 602.

Classifying Stock

Whereas, The stockholders of this corporation have heretofore authorized an increase of its capital stock from ——— dollars, the present amount, to the sum of ——— dollars, to consist of ——— shares of the par value of ——— dollars each; and

Whereas, The present capital stock of the corporation consists wholly of common stock;

Now, therefore, be it resolved, That said authorized increase of capital stock amounting to ——— dollars be classified so that ——— dollars thereof, consisting of ——— shares of the par value of ———

dollars each, shall be common stock, and so that ——— dollars thereof, consisting of ——— shares of the par value of ——— dollars each, shall be preferred stock, and that said preferred stock shall be entitled to preference and priority over the common stock in manner following:
(Here insert as Forms 464-470.)

And be it further resolved, That the president and secretary of this company be and they are hereby authorized and directed to execute and file the proper certificate of the proceedings of this meeting in the offices of ——— and ——— (as required by statute), and to take all proceedings and to do all acts and things that may be necessary to comply with the statute of the state of ———, in such case made and provided.

See §§ 3426, 3427.

FORM 603.

Amendment of Articles of Incorporation—Increasing Directors.

Whereas, Art. 3 of the articles of incorporation of this company provide that the number of directors of this corporation shall be five; and

Whereas, It is desired that the number of directors be increased;

Therefore, be it resolved, That said Art. 3 of the articles of incorporation be and the same are amended to read as follows:

Art. 3. "The business and prudential affairs of this corporation shall be managed by a board of nine directors."

§§ 202, 926.

FORM 604.

Classification of Directors.

Whereas, The articles of incorporation provide that the business and prudential affairs of this corporation shall be managed and considered by a board of nine directors; and

Whereas, The articles of incorporation further provide that certain named persons as such directors shall hold their office and shall manage the business and prudential affairs of the corporation for the first year; and

Whereas, No other or different classification of the directors is made in the said articles of incorporation, and no provision is made therein for the election or term of office of such directors;

Therefore, be it resolved, That the board of directors shall be divided as equally as possible into three classes: The term of office of the first class shall expire at the end of the first year; the terms of office of the second class at the expiration of the second year, and the terms of office

of the third class shall expire at the end of the third year, and one-third of the number of directors shall be chosen each year; the first class shall be elected for a term of three years; the second class for a term of two years, and the third class for a term of one year; and at each annual election for the first, the successors to the class of directors whose terms expire in that year shall be elected to hold office for the term of three years, so that the term of office of at least one class shall expire in each year.

See § 1080.

FORM 605.

Amendment of Articles of Incorporation—Change of Place of Business.

Whereas, Art. 4 of the original articles of incorporation provide that the general office and place of business of this corporation shall be at 200 Broadway, in the city of New York, state of New York; and

Whereas, For reasons well known to all the stockholders of this company, it is desirable and necessary to change the general office and place of business of this corporation;

Now, therefore, be it resolved, That said Art. 4 of the original articles of incorporation be and the same is amended to read as follows:

Article 4. "The principal office and place of business of this corporation shall be located at 300 West One-hundred-seventy-seventh street, in the city of New York, state of New York."

§ 202. See also, §§ 189, 490, 501.

FORM 606.

Extension of Corporate Existence—Consent in Writing.

We, the undersigned, being stockholders of the ——— Company, organized and existing under the laws of the state of ———, and each owning the number of shares of stock in such corporation set opposite our respective signatures hereto, and together owning at least two-thirds of the capital stock of this corporation, to-wit: ——— shares of the total of ——— shares in which such capital stock is divided, according to the original articles of incorporation, do hereby declare and state that we severally hereby consent that the corporate existence of such corporation be extended for the term of ——— years beyond the time specified in the said original articles of incorporation.

In witness whereof, etc.

Names.

Number of Shares.

See § 190.

FORM 607.

Change of Principal Office—Unanimous Consent.

We, the undersigned, being all the stockholders and the owners of record of the entire capital stock issued and outstanding of the _____ Company, a corporation duly organized and existing under the laws of the state of _____, do hereby, pursuant to the statutes of said state, agree and consent that the principal office and place of business of this company be changed from the city of _____, county of _____, state of _____, named in its articles of incorporation, to the city of _____, county of _____, state of _____.

In witness whereof, etc.

Dated, signed, acknowledged and sworn to.

See §§ 189, 490, 501 et seq., 1134, 1135.

FORM 608.

Amendment of By-Law.

Whereas, Sec. 1 of Art. I of the by-laws of this company provides in part as follows: "The annual meeting of the stockholders of this company shall be held at the office of the corporation in the city of _____, state of _____, on the first Monday in January of each and every year at 10 o'clock A. M., for the election of directors and such other business as may properly come before such said meeting."

And whereas, It is believed that a change is desired in the time of the meetings of the stockholders, and that there should be instead of an annual meeting, regular semi-annual meetings of the stockholders of this corporation;

Now therefore, be it resolved, That said Sec. 1 of Art. I of said by-laws be and the same is hereby amended as to the part above set forth to read and provide as follows:

"The semi-annual meetings of the stockholders of this company shall be held at the office of the corporation in the city of _____, state of _____, on the first Monday in January, and the first Monday of July of each and every year, for the election of directors and such other business as may properly come before the meetings."

See §§ 202, 805, 807, 808.

FORM 609.

Authorizing Bonds Secured by Mortgage.

Whereas, The directors of this company have certified and reported to the stockholders the total indebtedness of the company together with a statement of the assets of the company, and have shown that they have now no available funds with which to pay such indebtedness; and

Whereas, The said board of directors have requested the stockholders to authorize an issue of bonds secured by mortgage for the purpose of securing funds with which to discharge such indebtedness;

Now therefore, be it resolved: That the board of directors of this corporation be and they are hereby authorized to issue twenty-five bonds of the company, each in the sum of \$1,000, payable from one to twenty-five years after date respectively, with interest at the rate of 5 per cent per annum payable semi-annually, and that said bonds be sold at their face value and that from the proceeds thereof the indebtedness of this corporation shall be paid; and that such bonds be secured by a first mortgage on all the real estate of this corporation.

§§ 2237, 2563 et seq.

FORM 610.

Authorizing Sale of Entire Assets.

Whereas, The Fisher Automobile Company have made a proposition to purchase the entire plant and business of this company as a going concern, including all assets and liabilities, except all cash assets, and has offered to pay therefor the sum of \$50,000 in cash, and \$50,000 par value of the capital stock of said Fisher Automobile Company, the same to be distributed pro rata among the present stockholders of this corporation:

Now therefore, be it resolved, That the said proposition be hereby accepted and approved, and that the directors of this company be and are hereby fully authorized, directed and empowered to accept the said proposition for the sale of the entire property and business of this company, and to do all things necessary to effect such sale and transfer according to the terms of said proposition; and

Be it further resolved, That the stockholders of this corporation hereby agree to surrender for cancellation all stock held by them in this company and in lieu thereof hereby agree and bind themselves to accept their pro rata share of the said \$50,000 cash and \$50,000 of the capital stock of the said Fisher Automobile Company.

§ 2429 et seq. See also, §§ 6135, 6501.

FORM 611.

Authorizing Consolidation.

Whereas, A consolidation of the Hot Air Stove Company and the Chambers Fireless Cooker Company, under the name of the Universal Fireless Cooker Company, has been proposed, and has been agreed upon according to the terms and conditions of a certain agreement heretofore entered into on the 10th day of January, A. D. 1910, between the directors of said corporation, and which said agreement has heretofore been submitted to the stockholders of this company for consideration and ratification; and

Whereas, After investigation by a special committee of the stockholders of this company which has been reported and fully discussed, and after due consideration, such proposed consolidation meets with the approval of the stockholders of this corporation;

Now, therefore, be it resolved, That the board of directors of this company be and the same are hereby fully authorized, empowered and directed to take all such steps as may be necessary and legal to effect said proposed consolidation in accordance with the terms and conditions of said agreement heretofore entered into by the directors of the two said corporations.

See § 6035 et seq.

FORM 612.

Increase of Capital Stock—Certificate.

We, the undersigned, A B, chairman, and C D, secretary of a meeting of the stockholders of the —— Company, held for the purpose of increasing its capital stock, do hereby certify that notice was given to the stockholders of said corporation of a meeting to be held on the —— day of —— for the purpose of increasing the capital stock of said corporation, and that the amount of such proposed increase was —— dollars, being —— shares, which said notice was signed by the president and secretary and was published in (here state publication) a newspaper in the county of ——, where the principal business office of said corporation is located.

That said notice as published was in the following words and figures: (here set out a copy of the notice).

We further certify that a full, true and correct copy of such notice was also mailed postage prepaid to each stockholder of said corporation at the last known postoffice address, at least two weeks before said meeting (or state other form of notice).

That at the time and place specified in such notice the stockhold-

ers of said corporation appeared in person (or proxy) in numbers representing at least a majority of all the shares of stock of such corporation (or all stockholders met) and organized said meeting by choosing from their number the undersigned A B as chairman and C D as secretary thereof, that thereupon the above notice of the meeting was read and the proof of publishing and mailing thereof was presented. Thereupon the following resolution was introduced:

Resolved, that the capital stock of ——— company be increased (or reduced) from the present amount thereof, to wit: ——— dollars, consisting of ——— shares of the par value of ——— dollars each to ——— dollars, to consist of ——— shares of the par value of ——— dollars each.

Resolved, further, that the chairman and secretary of this meeting be and they are hereby authorized and directed to make, sign, verify, and acknowledge any and all certificates of proceedings required in the office of ———, and a duplicate thereof to be filed in the office of ———, and to do all acts and things that may be necessary to comply with the provisions of law applicable to and regarding the increase of the capital stock.

That thereupon and upon a motion to adopt the said resolution, the stockholders owning ——— shares of stock, being a majority (or all) of the stock of the corporation, voted for the adoption of said resolution; and stockholders owning ——— shares of stock of the corporation voted against its adoption (or say "and no stockholders voted against its adoption").

That a sufficient number of votes having been cast in favor of such resolution and such increase of the capital stock to adopt the same, and such resolution was thereupon declared duly adopted.

That the amount of capital stock of such corporation heretofore authorized is ——— dollars and that the entire amount thereof has been issued; and that the amount of the increased capital stock is ——— dollars.

In witness, whereof, we have made, signed, acknowledged and verified this certificate in duplicate.

Dated this ——— day of ———, 1910.
(Corporate Seal.)

A B, Chairman.
C D, Secretary.

FORM 613.

Increase of Capital Stock—Certificate.

We, A B, president, and G H, treasurer, and C D, E F, J K and L M, being a majority of the directors of the Atlantic Bridge Company,

in compliance with and pursuant to the provisions of the governing statute of the state, do hereby certify that a (special) meeting of the stockholders of said corporation, duly called for the purpose, and by the affirmative vote of 800 shares of the capital stock (or by the affirmative vote of 200 shares of the preferred stock and of 600 shares of the common stock) of said corporation, being at least a majority of all the stock outstanding and entitled to vote, the following amendment authorizing an increase in the capital stock of this corporation was duly adopted, to wit: (here insert copy of the resolution authorizing the increase, the vote thereon, and the resolution authorizing the disposition of the increased stock with the terms and manner thereof).

We further certify that the total amount of capital stock already authorized is 1,000 shares, of which 300 shares are preferred stock and 700 shares common stock, 500 shares of which have been issued as follows: 400 shares of common stock and 100 shares of preferred stock, and all of which has been paid (or state as the facts may be).

That the amount of additional capital stock authorized is 500 shares, of which 200 shares are preferred and 300 common. The said increase is to be paid as follows: (Here insert.)

In witness whereof, etc.

(Signed.)

_____, 1910.

STATE OF _____, COUNTY OF _____, ss:

Personally appeared before me, the undersigned notary public, the above named (here name officers and directors) and severally made oath that the foregoing certificate by them subscribed is true to the best of their knowledge and belief.

JURAT OF OFFICER.

FORM 614.

Reduction of Capital Stock—Certificate.

We, A B, president, and G H, treasurer, and C D, E F, J. K and L M, being a majority of the directors of the Atlantic Bridge Company, in compliance with and pursuant to the provisions of the governing statute of the state, do hereby certify that at a (special) meeting of the stockholders of said corporation, duly called for the purpose, and by the affirmative vote of 800 shares of the capital stock (or say by the affirmative vote of 200 shares of the preferred stock and of 600 shares of the common stock) of said corporation, being at least a majority of all the stock outstanding and entitled to vote the following amendment authorizing a reduction in the capital stock of this corporation was duly adopted, to wit: (Here insert copy of the resolution authorizing the reduction and the vote thereon.)

We further certify that the total amount of capital stock already authorized is 1000 shares, of which 300 shares are preferred stock and 700 shares common stock, 500 shares of which have been issued as follows: (400 shares of common stock and 100 shares of preferred stock, and all of which has been paid. Or state as the facts may be).

The amount of reduction of the said capital stock now authorized by the stockholders is fifty thousand dollars.

The manner in which said reduction will be effected is as follows: By cancelling all unissued stock, and retiring the same.

In witness whereof, etc.

(Affidavit as preceding form.)

See § 3664.

FORM 615.

Change in Number and Denomination of Shares—Certificate.

We, the undersigned, A B, chairman, and E F, secretary, of a special meeting of the stockholders of the —— company, held on the —— day of ——, 1910, for the purpose of increasing (reducing) the number of shares into which the capital stock of the company is divided, without increasing (reducing) the amount of capital stock of the corporation, do hereby certify:

That prior to the time of such meeting, a notice stating the time, place, and object thereof and the increase of the number of shares proposed, signed by a majority of the directors (or otherwise as the fact may be) was published in each issue, for two successive weeks in the ——, a daily newspaper printed and published in the county where the principal office of this corporation is located and which notice is in these words:

“NOTICE TO STOCKHOLDERS OF —— COMPANY.

Notice is hereby given to the stockholders of the —— company that a special meeting of said company will be held at its office, No. 200 Maine street, in the city of ——, county of ——, state of ——, on the —— day of ——, 1910, at 10 o'clock A. M., for the purpose of considering and voting upon a proposition to increase the number of shares into which the capital stock shall be divided, without increasing the amount of such capital stock, so that hereafter such capital stock shall be divided into —— shares of the par value of —— dollars each.

Dated and signed.”

That a copy of such notice was also personally served upon or duly mailed, postage prepaid to each stockholder of such corporation at his

last known postoffice address, at least three weeks before the time of said meeting.

That at the time and place specified in such notice, stockholders of said company appeared in person (or by proxy) in numbers representing at least two-thirds of all the shares of stock of the corporation, and the meeting was organized by the selection of A B as chairman and E F as secretary. That the notice of the meeting and proof of the proper service were presented, read and ordered filed.

Thereupon the following resolution was introduced and a motion made for its adoption:

“Resolved, That the number of shares into which the capital stock of the ——— company is divided be increased (reduced) from the present number, to wit: ——— shares of the value of ——— dollars each to the following number, to wit: ———, and shares of the par value of ——— dollars each.

And be it further resolved, That on the adoption of these resolutions, the president, and secretary shall certify the same to the ——— and ———, public officers, and shall do all acts and things required by the law of the state to make this resolution effectual.”

On the votes being cast, it was found that stockholders owning at least three-fourths of all the stock of the corporation voted in favor of the adoption of such resolution; and stockholders owning ——— shares of the stock, being less than one-fourth voted against the adoption of the resolution.

Thereupon the chairman of the meeting declared that the resolution was adopted.

On motion the meeting adjourned.

In witness whereof, we have made, signed, acknowledged and verified this certificate in duplicate.

(Signed, acknowledged and verified.)

See § 3407.

FORM 616.

Classification of Stock—Certificate.

We, the undersigned, A B, president, and E F, secretary, respectively, of the ——— company, do hereby make the following certificate of the proceedings of a special meeting of the stockholders of said company held pursuant to the laws of the state of ———, for the purpose of obtaining consent of the stockholders to classify the capital stock of this corporation into preferred and common stock, as follows, to wit:

“A special meeting of the stockholders of the ——— company held

at the office of the company in the city of ———, county of ———, state of ———, on the ——— day of ———, 1910, at 10 o'clock in the forenoon of said day, for the purpose of voting on a proposition to classify into common and preferred stock the authorized increase of the capital stock of the company, amounting to ——— dollars."

The said meeting was called for that purpose upon notice, of which the following is a full and true copy:

"Notice is hereby given that a special meeting of the stockholders of the ——— company will be held at ——— in the city of ———, county of ———, state of ———, on the ——— day of ———, 1910, at 10 o'clock A. M., to act upon a proposition to classify into common and preferred stock, the authorized increase of capital stock of said company, amounting to ——— dollars, so that ——— dollars thereof shall be common stock and ——— dollars thereof shall be preferred stock; and which said preferred stock shall be entitled to preference and priority over the common stock, as follows: (Here state the preference.)

Pursuant to said notice, the stockholders of record appeared in person (or by proxy) owning at least two-thirds of the capital stock of the company.

The meeting was called to order and on motion A B was selected chairman and E F secretary. Upon a call of the roll of stockholders of record, the following named persons were found to be present (here insert names), who were owners of ——— shares of the capital stock of said company (if any were present by proxy say). Upon motion duly made and carried, the proxies presented were ordered to be placed on file."

Proof of the service of the above notice was duly made and the notice and such proof were read and ordered placed on file.

Thereupon the following preamble and resolution was offered for adoption, to wit:

"Whereas, The stockholders of this corporation have heretofore authorized an increase of its capital stock from ——— dollars, the present amount, to the sum of ——— dollars, to consist of ——— shares of the par value of ——— dollars each; and

Whereas, The present capital stock of the corporation consists wholly of common stock;

Now, therefore, be it resolved, That said authorized increase of capital stock amounting to ——— dollars, be classified so that ——— dollars thereof consisting of ——— shares of the par value of ——— dollars each, shall be common stock, and so that ——— dollars thereof, consisting of ——— shares of the par value of ——— dollars each, shall be preferred stock, and that said preferred stock shall be entitled

to preference and priority over the common stock in manner following.

(Here insert as Forms 464-470.)

And be it further resolved, That the president and secretary of this company be and they are hereby authorized and directed to execute and file the proper certificate of the proceedings of this meeting in the offices of _____ and _____ (as required by statute), and to take all proceedings and to do all acts and things that may be necessary to comply with the statute of the state of _____ in such case made and provided.

Thereupon the vote on said resolution was taken and the votes of stockholders owning _____ shares of the stock of the corporation were cast in favor of said resolution; and votes of stockholders owning _____ shares of the stock of the corporation were cast against the adoption of the resolution; and a majority of all the stock having been cast in favor of the adoption of said resolution, the same was declared duly adopted.

On motion the meeting was then adjourned.

In witness whereof, we have hereunto signed and sworn to this certificate in duplicate.

Dated and signed.

Signed and sworn to.

See § 3407.

FORM 617.

Increasing Directors at Regular Meeting—Certificate.

We, the undersigned, president and secretary respectively of the _____ company, do hereby certify that the following is a true and correct transcript of the minutes of the proceedings of a meeting of the stockholders of the _____ company at their regular annual meeting on the _____ day of _____, 1910, held at the office of the company, so far as the proceedings of said meeting relate to the increase of the directors of the company, to wit:

“On motion of C D, duly seconded, the following resolution was offered for adoption: *Resolved, That the number of directors of _____ company be increased from five, the present number, to nine.

Upon a canvass of the votes cast upon said resolution, stockholders owning _____ shares of the stock of the company, being more than a majority of the stock thereof, voted in favor of said resolution; and stockholders owning _____ shares of stock of the corporation voted against the adoption of the resolution.

The resolution was thereupon declared duly adopted.”

In witness whereof, we have made, signed and verified this certificate in duplicate, this ——— day of ———, 1910.

A B, President,
E F, Secretary.

STATE OF ———, COUNTY OF ———, ss:

A B and E F being each duly sworn depose and say, and each for himself deposes and says, that he, the said A B was the president, and that he, the said E F was secretary of the regular meeting of the stockholders of ——— company held on the ——— day of ———, 1910, at the office of said company; that the foregoing is a true and correct transcript of the proceedings of such meeting, so far as they relate to the matter of increasing the directors of the corporation.

(Signed and sworn to.)

FORM 618.

Increasing Directors at Special Meeting—Certificate.

We, the undersigned, do hereby certify that the following is a correct transcript of the minutes of the proceedings of a special meeting of the stockholders of the ——— company held pursuant to the laws of this state, to wit:

“———, 1910.

A special meeting of the stockholders of ——— company, a stock corporation, was held this day at 10 o'clock A. M. to determine whether the number of directors of the corporation should be increased. The meeting was held at the office of the company on ——— day's notice in writing to each stockholder of record; such notice having been served personally (or by mail, postage prepaid directed to each stockholder at his last known postoffice address) pursuant to such notice, the meeting was held at the time and place mentioned, and stockholders owning more than a majority of the stock of the corporation were present in person (or by proxy).

The meeting was duly organized by the selection of A B as president and E F as secretary. Notice of the time and place of the meeting and proof of due service thereof, were read, made a part of the records of such meeting, and at the same time filed in the office of the corporation. Thereupon, on motion of G H duly seconded, the following resolution was offered for adoption: (Follow preceding form.*)

FORM 619.

Increasing Directors—Unanimous Consent—Certificate.

We, the undersigned, being the owners of the entire capital stock, issued and outstanding, of the ——— company, a corporation duly

organized and existing under the laws of the state of ———, do hereby, pursuant to the provisions of the statutes of said state, agree and consent that the number of directors of this corporation shall be increased (or reduced) from five to nine.

In witness whereof, we, the said stockholders and holders of record of the entire issued and outstanding stock of said company have made and executed this instrument in duplicate.

Dated this ——— day of ———, 1910.

Signed and acknowledged.

STATE OF ———, COUNTY OF ———, ss:

E F being duly sworn deposes and says that he is secretary (or treasurer) of the ——— Company, the corporation mentioned in the above and foregoing instrument; that he is the custodian of the stock book which contains the names of the stockholders of this corporation; that ———, the persons who have signed the foregoing instrument are all the stockholders and are the owners of record of the entire capital stock of said corporation issued and outstanding. Signed.

Subscribed and sworn to, etc.

FORM 620.

Extension of Corporate Existence—Certificate.

We, the undersigned, A B president, and E F secretary, of the ——— company, a corporation duly organized and existing under the laws of the state of ———, do hereby certify, under the seal of said corporation as follows, to wit:

That the consent of the stockholders of this corporation owning at least two-thirds in amount of its capital stock has been given in writing to extend the existence of this corporation for a term of ——— years beyond the time specified in its original articles of incorporation.

That such written consent of said stockholders is hereto attached and made a part hereof.

In witness whereof, etc.

(Signed and acknowledged.)

See Form 606.

FORM 621.

Change of Principal Office—Vote of Stockholders—Certificate.

We, the undersigned, A B, president, and E F, secretary, and a majority of the board of directors of the ——— company, a corporation organized under the laws of the state of ———, do hereby certify as follows, to wit:

That a duly called special meeting of the stockholders of this corporation was held at its principal office in the city of ———, county of ———, state of ———, on the ——— day of ———, 1910, at which meeting stockholders owning ——— shares of the stock were present in person and by proxy.

(Here set out the notice and proof of service.)

That the meeting was organized by the selection of A B as chairman and E F as secretary.

Thereupon the following resolution was offered for adoption:

"Resolved, That the principal office and place of business of this corporation be changed from the city of ———, county of ———, state of ———, to the city of ———, county of ———, state of ———.

And be it further resolved, That the president, secretary and directors be authorized, and they are hereby directed and authorized to effect such change pursuant to law.

And thereupon on motion the said resolution was adopted by a majority of all the votes cast on such motion to adopt.

1. The name of this corporation is ———.

2. That its principal office and place of business as fixed by the original articles of incorporation was and still is at the city of ———, county of ———, state of ———.

3. That it is desired to change its said principal office and place of business of the corporation to the city of ———, county of ———, in said state, and that it is the purpose of said corporation to actually transact and carry on its regular business from day to day at such last named place.

4. That said change has been authorized by a vote of the stockholders of said corporation, at a special meeting of the stockholders called for that purpose as above shown.

5. That the names of the directors and their respective places of residence are as follows, to wit:

Names.	Residences.
_____	_____
_____	_____
_____	_____

In witness whereof, etc.

Signed by the president, secretary and a majority of the directors.

Subscribed and sworn to.

See § 202. See also, §§ 189, 490, 501 et seq., 1134, 1135.

ARTICLE SIX.

DIRECTORS' MEETINGS.

- A. Notice to directors of election.
- B. Calling regular and special meetings.
- C. Notice and minutes.
- D. Resolutions generally.
- E. Notice of calls—dividends, etc.

A. Notice to Directors of Election.

FORM 622.

Notice of Election as Director.

——— Company, ———, 1910.

Mr. A B, ———

DEAR SIR—You are hereby notified that at the annual meeting of the ——— company, held this day, you were elected a member of its board of directors.

The first regular meeting of the board will be held in the office of the company, ———, 1910, at 1 o'clock P. M., for the election of officers and for the transaction of such business as may come before the board.

You are respectfully requested to be present and qualify as a member of the board and participate in the meetings. Respectfully,

C D, Secretary.

FORM 623.

Notice of Election as Directors—Acceptance Requested.

HOT AIR STOVE COMPANY.

———, 1910.

Mr. A B, New York City:

——— street.

DEAR SIR—At a meeting of the directors of this company held this ——— day of ———, 1910, you were duly elected a member of the board to fill the vacancy caused by the death of Mr. E. T.

The next regular meeting of the board will be held at the office of the company on the —— day of ——, 1910.

Will you kindly indicate your acceptance of the election at your earliest convenience?

Respectfully,
C D, Secretary.

B. Calling Regular and Special Meetings.

FORM 624.

Call of First Meeting of Directors—Waiver of Notice.

Swift Automobile Company, ——.

We, the undersigned, being all the directors of the Swift Automobile Company, do hereby call the first meeting of the directors of said company to be held at the office of A B, No. ——, —— street, city of ——, at 10 o'clock A. M. on the —— day of ——, 1910, for the purpose of electing officers and for the transaction of all business that may properly come before such board, and we hereby waive all statutory or by-law requirements as to notice of time, place and objects of said meeting and consent to the transaction thereof of any and all business pertaining to the affairs of the company.

Signed, A B,
C D,
E F,
G H,
K. L.

See §§ 1068, 1130 et seq., 1138, 1139.

FORM 625.

Directors' Meeting—Waiver of Notice.

——, 1910.

We, the undersigned, being all the directors of the Hi-Sky Aeroplane Company, and being all present at the office of said company, do hereby consent to an immediate meeting of the board of directors of said company at this hour, 10 o'clock A. M., at the office of said company, for the transaction of any and all business pertaining to the affairs of the company which may come before such meeting, and we hereby waive notice of such meeting.

In witness whereof, etc.

Signed by all directors.

See §§ 1068, 1130 et seq., 1139.

FORM 626.

Call by President.

To E F, secretary:

I, the undersigned, president of the Fisher Automobile Company, by virtue of the authority vested in me by the by-laws of this company, hereby call a special session of the board of directors to meet at the office of the company at 2 o'clock P. M. on the 13th day of March, 1910, for the purpose of considering the report of the auditing committee relating especially to an alleged shortage of the treasurer in his accounts, and to take such action in connection therewith as the board may deem advisable.

You will therefore notify each member of the board of directors to be present at such time and place.

A B, President.

See § 1139.

FORM 627.

Call by President.

To C D:

I hereby notify you as a member of the board of directors of the National Biscuit Company that there will be a special meeting of the board of directors of the company at the office of the company, No. 200 Main street, Jersey City, on Monday, March 15th, at 10 o'clock A. M. for the purpose of considering a proposition made by the Mothers' Bread Company, a corporation organized under the laws of New Jersey, for the purpose of considering a proposition to consolidate the two companies and to meet the board of directors of the Mothers' Bread Company at such time and place, and to take such action in relation thereto as the board may deem advisable.

(Signed) A B, President.

See § 1139.

FORM 628.

Call by Members of Board.

To E F, secretary of the Hot Air Stove Company:

We, the undersigned, members of the board of directors of the Hot Air Stove Company, by virtue of the authority vested in us by the by-laws of the said company, hereby call a special meeting of the board of directors of the said company, to meet at its office on Tuesday, the 20th day of March, 1910, at 10 o'clock A. M. for the purpose of considering a proposition made to this company to purchase the plant, property and assets of the Indianapolis Hot Air Company, and

to take such steps in connection therewith as the board may deem advisable.

You will therefore issue notice immediately to all the other members of the board to be present at such time and place, and stating the purpose of the said meeting. (Signed by —— directors.)

See § 1139.

C. Notice of Meetings and Minutes.

FORM 629.

Notice of Directors' Meeting.

NEW YORK, N. Y., ——, 1910.

A B:

DEAR SIR—You are hereby notified that the regular monthly meeting of the board of directors of the Hi-Sky Aeroplane Company will be held at the office of the company, room ——, Sky Scraper Building, No. —— street, city of New York, at 10 o'clock A. M. on the —— day of ——, 1910.

Dated and signed.

E F, Secretary.

See §§ 1130, 1131.

FORM 630.

Notice of Special Meeting.

NEW YORK, N. Y., ——, 1910.

A B:

You are hereby notified that pursuant to the call of the president there will be a special meeting of the board of directors of the Hi-Sky Aeroplane Company, at the office of the company, room ——, —— street, city of ——, at 10 o'clock A. M. on the —— day of ——, 1910, for the purpose of electing a treasurer to fill the vacancy occasioned by the death of K L, resigned, and for the transaction of business pertaining to such election, fixing his salary, requiring bond, etc.

By order of the president.

E F, Secretary.

See §§ 1138-1140.

FORM 631.

Minutes of Directors' Meeting.

MINUTES OF THE FIRST MEETING OF THE SWIFT AUTOMOBILE COMPANY, HELD ON THE ——— DAY OF ———, 1910.

Pursuant to written call (or waiver of notice), the board of directors of the Swift Automobile Company, of ———, held its first meeting in the office of ———, ——— street, city of ———, at 10 o'clock A. M., on the 10th day of January, 1910.

The following named members of the board were present: A B, C D, E F, G H, who constitute a quorum of said board. K L was absent.

The meeting was called to order by C D, who stated the object of the meeting, and thereupon, on his motion, A B was elected chairman of the meeting, and by consent E F was appointed secretary. The secretary then presented and read the call and notice (or waiver of notice) pursuant to which the meeting was held. The same was ordered spread upon the minute book, to follow the minutes of the meeting.

Thereupon the chairman announced the first business in order to be the election of officers to serve for the remainder of the corporate year and until their successors were duly elected, and appointed C D teller, to conduct the election. The votes of those present were duly cast by ballot, and resulted in the election of the following officers:

President, A B; vice-president, C D; secretary, E F; treasurer, K L.

On motion it was ordered that the secretary be required to take and subscribe a written oath, and that the same be spread upon the minute book following the minutes of this meeting.

On motion it was ordered that the treasurer give bond as provided in the by-laws in the sum of ——— dollars, with sureties to be approved by the board of directors.

On motion it was ordered that the president and treasurer be authorized to lease an office for the use of the company at No. ——— Broadway, New York City, the rental thereof not to exceed ——— dollars per month, and that the regular meetings of the board be held at such office on Tuesday and Friday of each week at the hour of 4 o'clock P. M.

On motion the secretary was ordered to procure 1,000 certificates of common stock and 500 certificates of preferred stock in form as adopted by the stockholders; that he also procure a corporate seal as

provided in the by-laws and such records, stock and transfer books, books of account, stationery, one typewriter and such other office supplies as may be necessary for his convenience and for the proper conduct of the business of the company.

On motion it was ordered that the president and secretary be authorized to employ an assistant to the secretary at a salary not to exceed ——— dollars per week, and that they be authorized to employ a competent stenographer and typewriter at a sum not to exceed ——— dollars per week.

On motion the secretary was ordered to prepare the proper certificates of election of the members of the board of directors and the officers as required by the statute of the state of ——— and that the proper officers execute and file the same as required by the laws of said state: and that the secretary be ordered to record a copy of the same in the minute book.

On motion it was ordered that the treasurer deposit the funds of this company in the Gibraltar National Bank, and that he pay from the company's funds all expenses properly incurred in connection with the incorporation of the company as passed upon and allowed by this board.

On motion it was ordered that ——— shares of the capital stock of this company be issued to O K in full payment for his services for promoting this company as determined by the stockholders and pursuant to an agreement made between him and A B and C D.

On motion the treasurer was ordered to examine or to have examined the conveyances of property made by the firm, ——— & Co., to this corporation, and to see that they were properly executed and recorded.

The following bills were presented and allowed and ordered paid: (Here state.)

The president presented to the attention of the board the written proposal of ——— to transfer and assign to this corporation certain property, which was read by the secretary and which said written proposal is in these words, to wit: (Here copy.)

After due consideration of said proposal, the following resolution was adopted: (Here set out resolution.)

On motion the meeting adjourned.

(Signed) ———, Secretary.
————, President.

Pursuant to directions in the preceding minutes, the following papers and documents are here recorded as a part of the minutes of said meeting:

1. Call and waiver of notice of meeting.

2. Secretary's oath of office.

3. Bond of treasurer.

4. Forms of stock certificates. _____, Secretary.

See §§ 1068, 1130 et seq., 1150 et seq., 1840 et seq.

D. Resolutions Generally.

FORM 632.

To Borrow Money.

Resolved, That the president and secretary of this company be and they are hereby authorized to borrow money for or on behalf of this company not exceeding _____ dollars; and they are hereby authorized on behalf of this company to secure the repayment of such loans by mortgaging (or pledging) the property of the company as they may deem expedient or as may be required.

See §§ 1192, 2165 et seq., 2525 et seq.

FORM 633.

To Borrow Money.

Whereas, This company is now indebted to the State National Bank in the sum of _____ dollars, is indebted to the United States Steel Corporation in the sum of _____ dollars; and

Whereas, This company has not now money and funds with which to pay such indebtedness, but has ample property to secure the same; and

Whereas, All of said sums are past due and payment of the same has been demanded; therefore, be it resolved, That the president of this company be and is hereby authorized to borrow of the Consolidated Trust Company a sum sufficient to pay the said several sums so due and owing by this company, at such times and at such rate of interest as he may deem expedient and as may be required by said bank, to secure the same by a mortgage on the property of this company, which mortgage shall be executed in the name of the company by the president and attested by the secretary with the seal of the corporation affixed.

See §§ 1192, 2165 et seq., 2525 et seq., 1865 et seq.

FORM 634.

To Borrow Money.

Resolved, That the president and treasurer of this corporation borrow the sum of ——— dollars at interest therefor not to exceed 5 per cent, and to give therefor such notes, bonds or pledges of this company as to them may seem proper and to the satisfaction of the lender; and said president and treasurer are hereby authorized to make and execute such bonds or pledges in respect to securing said indebtedness now or hereafter existing as may be required by such lender, or as may be expedient and legal.

See § 1192.

FORM 635.

Selecting Bank for Deposit.

On motion it was resolved that the treasurer be and is hereby authorized to open a bank account with the Fidelity National Bank of the city of Trenton, and that until otherwise ordered the funds and moneys of this company be deposited to its credit in said bank, and that funds so deposited are hereby authorized to be paid upon checks of the company annually signed by its treasurer and countersigned by its president.

And on motion it was further resolved and ordered that the secretary of this company certify under his hand and seal the foregoing resolution, together with the section ———, Article ———, of the by-laws of this company; and that he further certify to said bank the election of A B and C D as president and secretary, respectively, of this corporation.

FORM 636.

Appointing Time for Regular Meetings.

The following resolution was submitted for consideration:

Resolved, That the regular meeting of the board of directors, other than the regular annual meeting, shall be held at the office of the company in the said city of ———, county of ———, state of ———, on Monday of each week at the hour of 4 o'clock P. M., and that no further notice of such meetings need be given.

On motion of L M the resolution was unanimously adopted.

See § 1130.

FORM 637.

Making Calls.

Resolved, That a call be and is hereby made of ——— dollars per share on the unpaid capital stock of this company, and that the same be payable to the treasurer of this company at the office of the company on or before the ——— day of ———, 1910.

§ 3699 et seq.

FORM 638.

Making Calls.

On motion the following preamble and resolutions were unanimously adopted:

Whereas, The subscriptions to the capital stock of this company are payable at such times and on such terms as the board of directors may determine; and

Whereas, The law requires at least ——— per cent of said capital stock to be paid within ——— months after the incorporation; and

Whereas, This company is in need of funds with which to start and carry on its business,

Therefore, be it resolved, That the subscribers to the capital stock of this company be and they are hereby required to pay their subscriptions as follows:

Twenty-five per cent thereof to be paid on or before the first Monday of July, 1910.

Twenty-five per cent to be paid on or before the first Monday of October, 1910.

Twenty-five per cent to be paid on or before the first Monday of January, 1911.

Twenty-five per cent to be paid on or before the first Monday of April, 1911.

That said sums be paid to the treasurer at the office of this company, No. 200 Main street, in the city of ———, county of ———, state of ———.

And be it further resolved, That the secretary of this company notify each of the subscribers to the capital stock of this company of the time and place of the payment of said calls.

§§ 3694, 3699, 3700, 3702 et seq., 3711.

FORM 639.

Declaring Forfeiture of Stock.

Whereas, The board of directors of the Cold Ice Company did, on the 10th day of January, 1910, by resolution duly adopted, make an assessment and call upon all the capital stock of this company of 25 per cent, the same being \$25 per share on each and every share of the capital stock of said company, and which said call and assessment was by said resolution made payable on the 25th day of February, 1910; and

Whereas, This corporation did on the said 10th day of January, 1910, give notice of said assessment and call to L M, a stockholder in said Cold Ice Company, as provided by the by-laws of said company; and which said notice was duly served on the said L M on the said 10th day of January, 1910, by delivering a copy thereof to him, and which said notice is in these words and figures: (here insert notice as Forms 652, 653); and

Whereas, More than thirty days have elapsed since the time set for the payment of such assessments and calls and from the time they were due and payable as required by the said resolution and notice so given as aforesaid; and

Whereas, There is now due and unpaid from the said L M as such stockholder to this company upon such assessment and call the sum of \$250 on his ten shares of the capital stock of this company, as evidenced by certificate numbered 15, issued and dated on the 18th day of July, 1909, to the said L M, at the par value of \$100 per share, together with interest thereon since the said 25th day of February, 1910; and

Whereas, the said L M has failed, neglected and refused to pay said assessment and call, and the said sum of \$250, with interest thereon;

Now, therefore, it is hereby ordered by the board of directors of the said Cold Ice Company, that the said ten shares of the capital stock of this company, as evidenced by certificate numbered 15, issued and dated on the 18th day of July, 1909, to the said L M, and so owned by said L M, be, and they hereby are forfeited for the failure to pay the said assessment and call and for failure to pay the said sum of \$250, with interest due thereon; and it hereby ordered by this board that the title of the said L M in and to the said ten shares of stock so owned by him shall be and it is now hereby forfeited to this company; and it is ordered that the said L M, by reason of said delinquency, forfeit to this company all his right, title and interest in and to the said ten shares of the capital stock of this company.

It is further hereby ordered by the board of directors that such ten shares of stock or such part thereof, or so many shares thereof as may be necessary to pay and satisfy the said sum of \$250, with accrued interest, and the costs and expenses of said sale, be sold at public auction at the office of this company, No. 200 West Main street, in the city of Jersey City, state of New Jersey, on the 25th day of April, 1910.

It is further ordered that the secretary of this company give due and proper notice of the forfeiture of said stock and of the time and place of the sale thereof.

It is further ordered that the treasurer of this corporation shall make the sale of said stock at public auction at the time and place as herein fixed and pursuant to notice duly given, and that he sell the said shares of stock, or so many of said shares or so much of said stock as will pay and satisfy the costs and expenses of said sale and the said sum of \$250 due thereon, together with interest, and that upon the sale thereof and payment therefor a proper and sufficient certificate shall be issued to the purchaser.

§ 3741.

FORM 640.

Authorizing Sale of Bonds.

Whereas, This board of directors heretofore on the —— day of ——, 1910, by resolution duly adopted and entered, resolved to issue and sell twenty-five bonds of this company of \$1,000 each, bearing interest at the rate of 5 per cent payable semi-annually; and

Whereas, This board of directors by proper certificate and due resolution notified the stockholders of this corporation of the need of the issue of said bonds and its said purpose to issue such bonds; and

Whereas, the stockholders of this company in a meeting duly and legally assembled for that purpose by unanimous vote approved, ratified and assented to said proposed bond issue, and did by resolution, duly adopted and entered, authorize and direct this board of directors to issue the said number of bonds for such amount and to sell the same at the par value thereof, and which said resolution was duly certified by the proper officers to this board of directors and by it duly entered in the minutes of this board.

Now, therefore, be it resolved, That the firm of Long & Williams, brokers, be and they are hereby authorized and empowered to sell the said bonds of this company to the aggregate face value of \$25,000; and

Be it further resolved, That the said firm of Long & Williams be

paid a commission of 2 per cent, the same to be deducted from the proceeds of the sale of said assets; and

Be it further resolved, That the treasurer of this company be and hereby is authorized and directed to deliver said bonds properly endorsed to the said firm of Long & Williams and to take from them the proper receipt, and receive and receipt them for the amounts paid by them for this corporation on account of sales of said bonds.

See § 2235 et seq.

FORM 641.

Purchase of Property.

Whereas, Pursuant to a certain agreement by and between A B and C D of one part and G H a promoter of the other part, the said A B and C D have offered to this corporation their certain manufacturing plant, together with all the property and assets and the good will of the partnership existing between them, and in the name of which they have offered a certain manufacturing plant, to which business this corporation was organized to succeed, for the sum of \$25,000; and

Whereas, In the opinion of this board, after due investigation and consideration, the said property, manufacturing plant, assets and good will is of the value of \$25,000; and

Whereas, This corporation can use all of said property to advantage;

Therefore, be it resolved, That this board purchase the said manufacturing plant, property and assets of the said A B and C D for the sum of \$25,000; and

Be it further resolved, That the proper officers of this corporation be and they hereby are instructed to take the proper legal steps to secure the conveyance, transfer and assignment of said manufacturing plant, and of all the property and assets of the said firm and issue to A B and C D the stock of this company to the par value of \$25,000 in payment therefor.

FORM 642.

Ratifying Sale of Property.

Whereas, It is shown from the report of the president that he and the treasurer of this company did on the 20th day of January, 1910, sell and dispose of the following described property of this company, to wit: (here describe) for the sum of \$5,000, which said sum has been duly received by the treasurer and is now held by him for this company; and

Whereas, The said sale was made without express written authority

from this board, but with the assent and the judgment of the individual members of this board; and

Whereas, In the opinion of the board such sale was for the best interests of the company and full value was received for said property, and the action of said officers meets with the approval of this board;

Now, therefore, be it resolved, That the action of said officers in making sale of said property as aforesaid be and the same hereby is ratified, approved and confirmed, and that said action of such officers be taken and accepted as the action of the corporation and this board, and that the sale and assignment thereof be ratified, confirmed and accepted as the duly executed contracts and assignments and transfers of this company of the same force and effect as if entered into under direct authority from this board.

FORM 643.

Settlement of Claim.

Whereas, One R S, an employé of this company, was on the 10th day of December, 1909, injured while working near and in connection with certain machinery in the factory of this company; and

Whereas, the said R S has brought suit against this company for damages, and which action is now pending;

Now, therefore, be it resolved, That the president and secretary of this company, in connection with the firm of T & S attorneys for this company in said cause, be and the same are hereby authorized and empowered to settle and adjust said claim, and to make such settlement as they may deem just and to the best interest of this company, provided that in no case shall more than ——— sum be paid, and in case an agreement and settlement is made they shall report the same to this company for payment.

FORM 644.

Removal of Plant.

Whereas, The present location of the manufacturing plant of this company is hampered and restricted, and has become difficult of access by the public; and

Whereas, The boilers and engines are old and are too small and of insufficient capacity to supply sufficient power in the proper operation of the company's factory; and

Whereas, The said engines and boilers and other fixtures in the com-

pany's plant and factory can be disposed of for a reasonable sum; and

Whereas, It is deemed advisable and to the best interests of the company to remove its plant and factory; and

Whereas, Suitable and convenient place and quarters with electrical power furnished can be secured at reasonable rentals at the Laycock Power Plant;

Now, therefore, be it resolved, That the manufacturing plant and business of this company be removed from its present location on Pearl street, in the city of Indianapolis, to the Laycock Power Plant in said city; and

Be it further resolved, That the president be and he hereby is authorized and directed to sell the engines and boilers and all the fixtures now owned by this company and located in its said plant to the best advantage and for the best cash price; and

Be it further resolved, That the general manager of this company be and he hereby is authorized and directed to proceed at once to move the entire plant of this company, excepting the said fixtures, to the Laycock Power Plant.

FORM 645.

Removal of Officer.

Whereas, The report of the auditing committee shows many errors and grave mistakes on the part of C D, the treasurer of this company; and

Whereas, The said report shows a shortage in the account of the said C D as such treasurer, and for which he is not able to account; and

Whereas, the said C D as such treasurer has refused on request to resign his said position; and

Whereas, It is believed to be to the best interests of the company that the said C D as such treasurer be removed;

Now, therefore, be it resolved by this board of directors, in exercise of the power vested in it, that it does remove and it does now hereby remove the said C D from his official position as treasurer of this company, and by such authority does hereby declare said office vacant, and the said C D no longer authorized to act on its behalf as such treasurer; and

Be it further resolved, That the secretary of this company be and hereby is instructed to notify the said C D immediately of his removal from the position as treasurer of this company, and to notify the American National Bank, and the Farmers Loan & Trust Company, the depositors of this company of the action of this board, and to give

such other proper and public notice of the removal of the said C D as may be sufficient and proper to protect the interests of the company.

FORM 646.

Declaring Dividends.

Resolved, That a dividend of 5 per cent on the capital stock of this company be and the same is hereby declared payable out of the surplus earnings of the company to the stockholders according to their respective holdings; the same to be paid on the —— day of March, 1910.

See §§ 5270, 5285, 5297 et seq.

FORM 647.

Declaring Dividends.

Whereas, it is shown from the report of the treasurer that this corporation within the last preceding six months has earned a net profit of \$25,000 and more; and

Whereas, It is further shown that this corporation has no existing bonded indebtedness, and no indebtedness other than current expenses; and

Whereas, It is shown from the treasurer's report that the corporation now has on hand deposited to its credit more than \$25,000 in cash;

Therefore, be it resolved, That a dividend of 5 per cent on the capital stock of this company be and the same is hereby declared payable out of such surplus earnings of the company to the several stockholders according to their respective holdings, the same to be paid on the first day of March, 1910; and

Be it further resolved, That the secretary give notice to all stockholders of the amount and date of payment of such dividend.

See §§ 5270, 5285 et seq., 5305.

FORM 648.

Declaring Stock Dividends.

Whereas, The capital stock of this corporation is \$100,000; and

Whereas, The corporation has accumulated property and assets of the reasonable value of \$125,000; and

Whereas, The corporation needs its present available funds for the prosecution and enlargement of its business; and

Whereas, The capital stock of this corporation might properly and legally be increased to \$125,000;

Therefore, be it resolved, That a stock dividend of \$25,000, divided into 250 shares of the par value of \$100 each be and the same is hereby declared; and

Be it further resolved, That the proper officers of this corporation be and they are hereby authorized and directed to issue to the stockholders of this corporation the said \$25,000 in stock and deliver the same to the stockholders according to their present respective holdings, as shown by the stock and transfer books of this corporation.

§§ 5273-5276.

FORM 649.

Declaring Dividends on Preferred Stock.

Resolved, That the semi-annual dividend of 3 per cent upon the outstanding preferred stock of this company be and hereby is declared, the same to be payable from the surplus profits of this company to the stockholders of preferred stock as appear of record on the first day of March, 1910; said dividends to be paid on the 20th day of March, 1910.

Resolved further, That the treasurer (secretary) of this company be and he is hereby instructed and directed to give due notice of such dividend and to pay the same on the day and date aforesaid.

§ 5345 et seq.

FORM 650.

Declaring Dividends on Preferred and Common Stock.

Whereas, The surplus profits and earnings of this company now exceed the sum of \$20,000, required by the by-laws of this company to be held as reserve; and

Whereas, Such profits are not now required in the operation and prosecution of the business of this corporation; and

Whereas, Such surplus profits are now available for the payment of dividends;

Now, therefore, be it resolved, That a dividend of 5 per cent be and hereby is declared on the preferred stock issued and outstanding of this company, and a dividend of 4 per cent on the issued and outstanding common stock of this company, the said dividends to be payable from such net profits of the company to the holders of such preferred and of

such common stock appearing of record on the 20th day of March, 1910.

And be it further resolved, That the treasurer of this company be and he is hereby fully authorized and instructed to pay said dividends on the first day of April, 1910, and to give proper notice of such dividends to the stockholders of record entitled to receive the same; and to take all other proper and necessary steps to carry out the purposes and intent of this resolution.

§§ 5330 et seq., 5345 et seq.

FORM 651.

Sale of Entire Assets.

Whereas, A proposition has been made by the board of directors of the Chambers Fireless Cooker Company to purchase the entire property and business of this company for \$50,000, \$10,000 thereof in cash and \$40,000 in stock of the said Chambers Fireless Cooker Company, as more fully appears from their certain written proposition dated January 10th, 1910, and which said written proposition is as follows: (Here set out); and

Whereas, The stockholders of this company in a meeting duly called for that purpose, and at which all the voting stock of the company was represented in person or by proxy, did by resolution unanimously adopted and entered, approve and ratify said proposed sale, and did by such resolution authorize and direct this board of directors to accept such proposition;

Now, therefore, be it resolved, That the said proposition be and the same is hereby accepted by this company on the terms set forth in said written proposition as hereinbefore set out, and the president and secretary of this company are hereby empowered and directed to execute all proper instruments and take all necessary steps to carry such acceptance into effect, and to receive on behalf of this company the said \$10,000 in cash and \$40,000 in stock of the said Chambers Fireless Cooker Company and after the payment of the outstanding debts and obligations of this company to distribute the same to the stockholders in proportion to their respective holdings, and to take all such other steps in connection with such sale and transfer of the property as may be necessary or legal for its proper consumation.

E. Notice of Calls, Dividends, Etc.

FORM 652.

Notice of Call.

INDIANAPOLIS HOT AIR COMPANY,
1001 South Meridian Street,
INDIANAPOLIS, INDIANA.

INDIANAPOLIS, IND., January 1, 1910.

Mr. E. F. White, 200 Audubon Road, City:

DEAR SIR—You are hereby notified that by a resolution of the board of directors of the Indianapolis Hot Air Company, duly adopted, an installment of twenty-five per cent on subscriptions to the capital stock of this company has been called for; and it has been ordered by the board that these sums be paid to the treasurer of the company at its office on or before the first day of February, 1910.

D. C. CROCKETT,
Treasurer.

Shares subscribed, 25.

Par value, \$100.

Amount of assessment, \$250.

See §§ 3720-3729.

FORM 653.

Notice of Calls.

To A. B.:

You are hereby notified that the board of directors of the _____ company, to the capital stock of which you subscribed _____ dollars, has made the following calls and assessments with the time of payments as follows:

Twenty five per cent thereof due and payable on or before the _____ day of _____, 1910;

Twenty-five per cent thereof due and payable on or before the _____ day of _____, 1910;

Twenty-five per cent thereof due and payable on or before the _____ day of _____, 1910;

Twenty-five per cent thereof due and payable on or before the _____ day of _____, 1911.

Said sums to be paid to the undersigned treasurer of said corporation at its principal office at _____ street, city of _____ (or the same to be paid at _____ bank in the city of _____). (Signed) C D,

Treasurer.

See § 3711.

FORM 654.

Waiver of Notice of Calls.

We, the undersigned, subscribers to the capital stock of the —— company hereby waive notice of the time and place of payment of our respective subscriptions to the capital stock with which said company is to begin business, and we and each of us also waive all further requirements of the laws of the state of —— as to notice of assessment and payment thereof, and we hereby agree to pay our said respective subscriptions to A B, treasurer of said company in such amounts and at such times as the board of directors may fix and require, and without further notice to us or either of us. (Dated and signed.)

See § 3728.

FORM 655.

Notice of Sale of Delinquent Stock.

THE HOT AIR BROODER COMPANY,

_____, _____.

NOTICE.

Pursuant to the governing statute, notice is hereby given that there is delinquent on the following described stock on account of an assessment levied thereon on the first day of February, 1910, the several amounts set opposite the names of the respective shareholders, as follows:

Name.	No. of Certificate.	Number of Shares.	Amount Due.
A B	1-25	25	\$100 00
C D	27	50	200 00
E F	113	40	300 00

Therefore, in accordance with the governing statute and an order of the board of directors of this company, duly made and entered on the first day of March, 1910, so many shares of each parcel of said above described stock as may be necessary will be sold at the principal office of the company, No. 500 South Maine street, city of _____, _____, on the 10th day of April, 1910, at 2:00 o'clock in the afternoon, to pay all delinquent assessments thereon, together with the costs of advertising and expenses of the sale of the same.

G H, Secretary,
500 South Maine Street,

_____, _____.

See § 3735 et seq.

FORM 656.

Sale of Delinquent Stock.

CHAMBERS FIRELESS COOKER COMPANY,

_____, _____.

NOTICE OF SALE OF DELINQUENT STOCK.

Notice is hereby given that the undersigned, treasurer of the Chambers Fireless Cooker Company, will, pursuant to the governing statute, and on order of the board of directors duly entered, sell at public auction on the first day of April, 1910, at 10:00 o'clock in the forenoon, at the office of this company at 300 South Harrison street, city of _____, state of _____, twenty-five shares of the capital stock of said company now standing in the name of L M, or so many of said shares as may be sufficient to pay and satisfy all unpaid assessments on said shares amounting to two hundred dollars, and also the interest thereon from the _____ day of _____, 1909, to the date of sale, including all necessary incidental charges and expenses of the sale.

(Signed) _____

Treasurer.

FORM 657.

Notice of Assessment.

CHAMBERS FIRELESS COOKER COMPANY,

SHELBYVILLE, INDIANA.

SHELBYVILLE, IND., February 1, 1910.

Mr. J. M. Murray, 100 Emerald Row, Indianapolis, Ind.:

DEAR SIR—You are hereby notified that at a meeting of the directors of the Chambers Fireless Cooker Company held at the office of the company on the 28th day of January, 1910, an assessment of twenty-five dollars (\$25.00) per share was levied upon the capital stock of the said company, payable on the first day of March, 1910, to the treasurer of said Chambers Fireless Cooker Company, at its principal office, No. 225 South Harrison street, Shelbyville, Indiana.

You are further hereby notified that any stock from which this assessment shall remain unpaid on the 30th day of April, 1910, will be deemed delinquent and advertised for sale at public auction, and unless payment is made before, will be sold on the first day of June, 1910, to pay said delinquent assessment, together with costs of advertising and the expenses of the sale.

W. A. ALEXANDER,

Secretary.

FORM 658.

Notice of Assessment.

THE SELF-REFRIGERATING COMPANY,
ANDERSON, INDIANA.

ANDERSON, IND., March 1, 1910.

Mr. T. J. Marshall, 325 W. Washington Street, Indianapolis, Ind.:

DEAR SIR—You are hereby notified that assessment No. 2 of ten per cent on the subscribed capital stock of the Self-Refrigerating Company has been made and called for by a resolution of the board of directors of said company duly adopted, and the same is payable to the treasurer of the company on or before the first day of April, 1910,

A. O. BARKER, Secretary.

FORM 659.

Notice of Dividend.

THE FITCH CHEWING GUM COMPANY,
300 Ft. Wayne, Ave.,
INDIANAPOLIS, INDIANA.

INDIANAPOLIS, IND., February 10, 1910.

Mr. F. R. Campbell, 212 Canal Street, Logansport, Ind.:

DEAR SIR—You are hereby notified that the directors of The Fitch Chewing Gum Company have this day declared a dividend of twenty-five per cent on the capital stock of the company, payable March 1, 1910, to the stockholders who appeared of record at the close of business February 28, 1910.

J. T. BARNETT,
Treasurer.

FORM 660.

Notice of Dividend.

THE IMMACULATE LAUNDRY COMPANY,
500 Pogues Run,
INDIANAPOLIS, INDIANA.

INDIANAPOLIS, IND., January 1, 1910.

Mr. M. C. Leeds, 200 Woodruff Place, City:

DEAR SIR—The directors of The Immaculate Laundry Company have this day declared a quarterly dividend of two per cent on the capital stock of this company, payable January 10, 1910, to the stockholders of record at the close of business January 7, 1910.

Transfer books will close January 9, 1910, and reopen January 15, 1910.

Checks with accompanying receipts will be duly mailed.

T. R. BRADFIELD,
Treasurer.

FORM 661.

Notice of Dividend.

THE SACCHARINE CANDY COMPANY,
250 North Pennsylvania Street,
INDIANAPOLIS, INDIANA.

INDIANAPOLIS, IND., March 1, 1910.

R. O. Sanders, Esq., French Lick, Ind.:

DEAR SIR—I take pleasure in notifying you that the directors of The Saccharine Candy Company have this day declared a dividend of twenty-five per cent on the common capital stock of this company payable April 1, 1910, to stockholders of record March 31, 1910.

The books of this company for the transfer of common stock will be closed at 4:00 o'clock P. M., March 31, 1910, and will be opened April 2, 1910, at 9:00 o'clock A. M.

A. R. BENJAMIN,
Secretary.

This notice may be made by publication.

FORM 662.

Notice of Dividend with Check.

THE KEYLESS LOCK COMPANY,
5020 Massachusetts Avenue,
INDIANAPOLIS, INDIANA.

INDIANAPOLIS, INDIANA, March 10, 1910.

Mr. I. C. Coombes, 500 Indiana Avenue, City:

MY DEAR SIR—On the 1st day of March, 1910, the directors of this company declared the regular quarterly dividend No. 12 of two per cent upon the preferred stock of this company, payable this day to stockholders of record on the 9th day of March, 1912.

Enclosed please find check for ten dollars (\$10.00), being the full amount of the dividend due you on your five (5) shares of stock of the par value of one hundred dollars (\$100.00), each standing in your name.

Kindly sign and return the enclosed receipt and advise W. B. Alexander, the secretary, of any change in your address.

J. T. BARNETT,
Treasurer.

FORM 663.

Notice of Dividend—Request for Mailing Orders.

•THE NATIONAL AUTOMOBILE COMPANY,

504 East 23rd Street,

INDIANAPOLIS, INDIANA.

INDIANAPOLIS, IND., January 10, 1910.

To Stockholders of said Company:

All stockholders of the above named corporation are hereby notified that a dividend of five dollars (\$5.00) per share was this day declared on the preferred stock of The National Automobile Company, payable on and after the 1st day of February, 1910, to the stockholders of record at the close of business on January 9, 1910.

The stockholders are further notified that the transfer books will not be closed for the payment of the above mentioned dividend.

All stockholders are requested to make demand by filing mailing orders for dividends with the undersigned treasurer of said company, and from whom blank orders can be had on application.

M. C. PIERCE,
Treasurer.

ARTICLE SEVEN.

STOCK CERTIFICATES—ASSIGNMENTS.

- a. Common Stock.
- b. Preferred Stock.
- c. Lost Certificate.
- d. Assignments and Transfer.

- a. Common Stock Certificates.

FORM 664.

Common Stock Certificate.

Number _____. Shares.

Par Value _____ Dollars Each.

THE _____ COMPANY,

Incorporated Under the Laws of the State of _____.

Preferred Stock, \$_____. Common Stock, \$_____.

Full Paid and Non-Assessable.

This is to certify that _____ is the registered owner of _____ shares of the common stock of this company, transferable only on the books of the company by the said owner in person or by duly authorized attorney upon surrender of this certificate endorsed.

This certificate of common stock is subject to the rights of the preferred stock as provided in the articles of incorporation and in the certificates of preferred stock, and the holder hereof takes the same subject to such preference.

Witness the seal of the company and the signatures of its president and secretary this _____ day of _____, A. D. 1910.

(Corporate Seal.)

Attest: _____

President.

Secretary.

See §§ 3455 et seq., 3480 et seq. See also, §§ 4460-4477.

FORM 665.

Common Stock Certificate.

No. _____ Shares.

Incorporated Under the Laws of _____.

THE _____ COMPANY,

Capital Stock \$100,000.

Shares \$100 Each.

Full Paid and Non-Assessable.

This is to certify that A B is the owner of 100 shares of the capital stock of the _____ company, transferable only on the books of the company by the holder thereof in person, or by duly authorized attorney, upon surrender of this certificate.

In witness whereof said corporation has hereunto set its name by its president and treasurer (or secretary) with the corporate seal affixed hereto.

(Corporate Seal.)

A B,
President.

C D, Treasurer (Secretary).

See §§ 3431, 3455 et seq., 3480 et seq., 3900 et seq., 4810 et seq.

FORM 666.

Stock Certificate—Standard Oil Form.

This is to certify that _____ is entitled to _____ shares of one hundred dollars each in the capital stock of the Standard Oil Company, transferable on the books of the company in person or by attorney, only on the surrender of this certificate and the payment of all liabilities on the part of the holder to the company, subject to the provisions of law and by-laws of the company. (Signed.)

FORM 667.

Common Stock Certificate—Partly Paid Stock.

No. _____ Shares.

Incorporated Under the Laws of _____.

THE _____ COMPANY.

Capital Stock \$100,000.

Shares \$100 Each.

This certifies that A B is the owner of 100 shares of the partly paid capital stock of the _____ company, transferable only on the books

of the said company in person or by duly authorized attorney, upon the surrender of this certificate. This further certifies that _____ per cent of the par value of the said shares of stock has been paid in cash on the shares of stock named in this certificate. The said A B and his assignees accept this certificate subject to liability for the payment upon said shares of all unpaid installments, which shall be called by the board of directors, at any time prior to the transfer of this certificate upon the books of the company.

Signed.

See § 3450 et seq.

FORM 668.

Common Stock Installment Certificate.

Number _____. _____ Shares.

Par Value \$100 Each.

THE _____ COMPANY.

Incorporated Under the Laws of the State of _____.

Preferred Stock, \$_____. Common Stock, \$_____.
\$_____

_____, 1910.

This is to certify that _____, who is a subscriber for _____ shares of the preferred capital stock of the _____ company at par, has paid into the treasury of the company on account of his said subscription \$_____ per share. Upon payment of the remaining installments of said subscription and surrender of this certificate, accompanied by evidence that the remaining installments of said subscription have been paid, duly executed stock certificates for said _____ shares will be issued to the said _____ or his assigns.

This certificate is transferable, and all the rights of the owner thereof shall pass by duly executed assignment to his assignee.

Secretary.

President.

See §§ 3450 et seq., 3900 et seq., 3508, 3511.

FORM 669.

Stock Certificate With Stub.

Certificate No. 1.
For 10 Shares.
Dated, ———, 1910.
Issued to
 A B,
 ——— Street,
 (City.)

Issued against surrendered Certificate No. 3.
 ———

Received the above certificate this ——— day
of ——— 1910.

 A B.
This certificate cancelled
———, 1910.

Certificates issued in its
stead as follows:

No. ——— for ——— Share.
No. ——— for ——— Share.
No. ——— for ——— Share.

See §§ 3511, 3522, 3431, 4810 et seq.

No. 1. 10 Shares.
Incorporated Under the Laws of ———.
 ——— COMPANY.
Capital Stock \$200,000.
Shares \$100 Each.
 ———
Full-Paid and Non-Assessable.
 ———

This is to certify that A B is the owner
of ten shares of the common capital stock
of the ——— company, transferable only
on the books of the company by the said
owner thereof in person or by duly author-
ized attorney, upon surrender of this cer-
tificate properly endorsed.

Witness the seal of the company and the
signatures of its duly authorized officers
affixed in ———, this ——— day of
———, 1910.

(Corporate Seal.)

A B,
President.

C D,
Treasurer.

FORM 670.

Stock Certificate—Founders' Shares.

Incorporated Under the Laws of ———.
No. ——— ——— Shares.
 ——— COMPANY, TRENTON, N. J.

Capital Stock One Hundred Thousand Dollars (\$100,000).
Shares One Hundred Dollars (\$100) Each.

This is to certify that A B is the owner of ten founders' shares,
numbered consecutively from ——— to ———, of one hundred dol-
lars each of the capital stock of the above named company. The said
stock is transferable only on the books of the corporation by the
owner thereof in person, or by duly authorized attorney, upon the sur-
render of this certificate properly endorsed.

It is mutually agreed that this certificate is accepted and the said

founders' shares are held subject to the provisions of a certain resolution adopted by the stockholders of said company on the _____ day of _____, 1909, which provided for the creation and issue of not more than two hundred founders' shares of the par value of one hundred dollars each of the capital stock of said company, and which are subject to redemption as provided in said resolution.

The holder of this certificate acknowledges notice of all the provisions of said resolution and hereby assents to the same and agrees to hold his said founders' shares evidenced by this certificate, subject thereto. (Signed and Sealed.)

§ 3440.

B. Preferred Stock Certificates.

FORM 671.

Preferred Stock Certificate.

Number _____ Shares.

Par Value \$_____ Each.

THE _____ COMPANY.

Incorporated Under the Laws of the State of _____.

Capital Stock \$_____.

Preferred Stock \$_____ Common Stock \$_____.

Full-Paid and Non-Assessable.

This is to certify that _____ is the registered owner of _____ shares of the preferred capital stock of the _____ company transferable only on the books of the company by said owner in person, or by his duly authorized attorney, upon surrender of this certificate properly endorsed.

This stock is part of an issue amounting in all to _____ dollars par value, authorized by the certificate of incorporation of the company filed in (insert name of office where certificate is filed), on the _____ day of _____, A. D. 1910.

The owners of this preferred stock are entitled to receive and the company is bound to pay out of its surplus or net earnings a dividend at the rate of, but never exceeding, _____ per cent per annum, cumulative from and after the _____ day of _____, A. D. 1910, payable quarterly, before any dividend shall be set apart or paid on the common stock.

This preferred stock may, by a vote of a majority of the board of directors, be redeemed at any time after three years from the _____ day of _____, A. D. 19—, at the price of _____ dollars per share and any accumulated dividends.

In case of liquidation or dissolution or distribution of the assets of this company, the owners of this preferred stock shall be paid the par value of their preferred shares, and the amount of dividends accumulated and unpaid thereon, before any amount shall be distributed among the owners of the common stock, and after the payment of the par value of the common stock to the owners thereof the balance of the assets and funds shall be distributed ratably among all the stockholders without preference.

Witness the seal of the company and signatures of its president and secretary this _____ day of _____, A. D. 1910.

(Corporate Seal.)

_____, President.

Attest:

_____, Secretary.

See §§ 3427, 3586 et seq.

FORM 672.

Preferred Stock Certificate.

No. _____ Shares.

Incorporated under the Laws of the State of _____.

THE _____ COMPANY.

Capital Stock \$_____.

Common Stock \$_____. Preferred Stock \$_____.

Full-Paid and Non-Assessable.

This is to certify that A B is the owner of _____ shares of the preferred capital stock of the _____ company, transferable only on the books of the company by the said owner, in person or by duly authorized attorney, upon surrender of this certificate properly endorsed.

The preferred stock represented by this certificate is entitled to an annual cumulative dividend of _____ per cent, payable out of net profits before any dividend is paid upon the common stock of the company. Should the net profits in any year be insufficient to pay said preferred dividend, either in whole or in part, any unpaid portion thereof shall become a charge against the net profits of the company and shall be paid in full out of said net profits before any dividends are paid upon the common stock. After the common stock in any year shall have also received a dividend of _____ per cent, both the preferred and common stock shall participate equally in any further dividends that may be declared in that year.

On liquidation of the company said preferred stock shall receive any unpaid dividends accrued thereon and shall receive payment of its full par value of one hundred dollars (\$100) per share from the as-

sets of the company before anything is paid therefrom to the common stock, but shall not participate further in the distribution of said assets.

Witness the seal of the company and the signatures of its duly authorized officers this _____ day of _____, 1910.

(Corporate Seal.)

_____, President.

_____, Secretary.

FORM 673.

Preferred Stock Certificate—With Stub.

Certificate No. 15.

For Ten Shares.

Dated February 1, 1908.

Issued to

A. Frost,
_____ Street,

Issued against surrendered Certificate No. _____
(original issue).

Received the above certificate this 2d day of February, 1906.

A. FROST.

No. 15.

Ten Shares.

Incorporated under the Laws of the State of New Jersey.

THE HOT AIR STOVE COMPANY.

Capital Stock.....\$150,000

Common Stock..... 100,000

Preferred Stock..... 50,000

Shares, \$100 each.

Full-Paid and Non-Asseccable.

This is to certify that A. Frost is the owner of ten shares of the preferred stock of the Hot Air Stove Company, transferable only on the books of the company by the said owner, in person or by duly authorized attorney, upon surrender of this certificate properly endorsed.

The preferred stock represented by this certificate is entitled to an annual dividend of six (6) per cent payable out of the net profits of the company before any dividend is paid upon the common stock. Should the net profits in any year be insufficient to pay said preferred dividend, either in whole or in part, any unpaid portion thereof shall become a charge against the net profits of the company, and shall be paid in full out of said net profits before any dividends are paid upon the common stock.

Said preferred stock is subject to re-

This Certificate No. 15
cancelled ———, 19—.

Certificates issued in its
stead as follows:

No. ——— for ——— Share.

No. ——— for ——— Share.

No. ——— for ——— Share.

demption at the option of the company at any time after ten (10) years from the first day of June, 1908, upon payment of one hundred and five dollars (\$105) per share and any accumulated dividends.

Said preferred stock is not entitled to vote at stockholders' meetings of the company, nor to participate in profits beyond its fixed preferential, cumulative annual dividend of six per cent.

Witness the seal of the company and the signatures of its duly authorized officers this 1st day of February, 1908.

(Corporate Seal.)

GEORGE P. BLOW, President.

W. S. RUSH, Treasurer.

C. Lost Certificate.

FORM 674.

Affidavit of Loss.

STATE OF ———, COUNTY OF ———, ss:

A B, being duly sworn upon his oath, says that he has been for ——— years last past and still is the owner of ten shares of the capital stock of the ——— corporation; that on the ——— day of ——— a certificate was duly issued to him by said company as evidence of his ownership of said stock, which said certificate was numbered ———. Affiant further says that the said certificate was on the ——— day of ——— by him accidentally destroyed, in this that the same was by accident burned or otherwise destroyed or lost.

Affiant, upon his oath, says that he has not sold, assigned or transferred in any manner whatever the said certificate on the said stock so owned by him and that he is now the owner in his own right of said stock; that he makes and presents this affidavit in proof of the said loss of said stock and demands that a new certificate be issued to him as evidence of his ownership of such stock, and he tenders herewith a good and sufficient bond of indemnity.

(Subscribed and sworn to.)

FORM 675.

Bond of Indemnity.

Know all men by these presents that we, A B, of ———, as principal, and C D, of ———, as surety, are held and firmly bound unto the ——— company, a corporation duly organized and existing under the laws of the state of ———, in the penal sum of ——— dollars, to be paid to the said ——— company, and for which payment, well and truly to be made, we bind ourselves, our executors, administrators and assigns, firmly by these presents.

Condition of this bond is that whereas the said A B has satisfied the said corporation that he is the owner of certificate numbered ——— for ten shares of the capital stock of said company, but that the same has been destroyed without his fault (or lost); and the said corporation has therefore this day issued to said A B a duplicate certificate for a like number of shares of the same class of stock in lieu of said destroyed certificate.

Now, therefore, the condition of the above obligation is such that the above bound A B and C D, his surety, shall at any and all times hereafter indemnify and save harmless the said ——— company against any and all actions, proceedings, claims and demands which may be made or brought against it by reason of its having issued such new certificate as aforesaid, or in consequence of its permitting any time hereafter a transfer of said shares of stock or any of them without the surrender and protection of the original certificate aforesaid (and shall also deliver or cause to be delivered the said lost certificate for cancellation, if the same shall hereafter be found); and shall also reimburse this corporation for any and all expenses which may be incurred by it in consequence of the said loss of said certificate and the issue of said new certificate, then this obligation to be null and void, otherwise to be and remain in full power and effect. (Signed.)

See § 3528.

D. Assignment and Transfer.

FORM 676.

Assignment of Stock Certificate.

For value received I hereby sell, assign and transfer to C D ——— shares of the capital stock represented by the within certificate and do hereby constitute and appoint the said C D my attorney to cause the said stock to be transferred on the books of the within named company.

(Dated and signed in presence of witnesses.)

See §§ 4324, 4326.

FORM 677.

Assignment and Transfer.

For value received I hereby sell, assign and transfer to C D ——— shares of the capital stock of the ——— company, represented by the within certificate, and I do hereby irrevocably constitute and appoint ——— my attorney to transfer the said stock on the books of the within named company, with full power of substitution in the premises; and I hereby authorize and direct the said corporation by its officers to issue to the said C D a certificate for the said ——— shares, and to issue to me a new certificate for the remaining ——— shares of the said capital stock represented by this certificate, and I hereby surrender this certificate for such purpose.

(Dated and signed in the presence of witnesses.)

FORM 678.

Assignment of Instalment Certificate.

For value received I hereby sell, assign and transfer to C D all my rights, title and interest in and to the shares of stock referred to in the within certificate, together with the payment of ——— dollars made thereon by me, and I do hereby authorize and direct the proper officers of the within named corporation, upon full payment for said shares under the terms of my subscription, to issue a certificate for the said stock to the said C D.

(Signed and dated in the presence of witnesses.)

FORM 679.

Separate Assignment of Certificate.

NEW YORK CITY, 1910.

For value received I hereby sell, assign and transfer to C D ten shares of the capital stock, being a part of my holdings and stock in the ——— corporation; and I hereby authorize the proper officers of said corporation to make the transfer of said shares on the books of the corporation, and to issue to the said C D certificates of stock for the said shares assigned and transferred to him by me.

(Signed) A B.

The assignor surrenders his certificate at the same time and has issued a new certificate less the number of shares so assigned.

FORM 680.

Assignment of Subscriptions.

We, the undersigned, all the subscribers to the common stock of the _____ company, for and in consideration of the sum of _____ dollars to each of us in hand paid, and of other good and valuable consideration, the receipt of which is hereby acknowledged, do hereby respectively sell, assign and transfer to the _____ corporation all our subscription rights to the stock of said _____ company. But this transfer and assignment is conditioned upon an acceptance by said _____ company of the proposal of the said _____ company this day made to purchase the entire common stock of said _____ company, and is to go into effect only upon due tender by it of payment for said common stock in accordance with the terms of the said proposal.

(Signed.)

FORM 681.

Demand for Transfer of Stock.

To the _____ Company, Its Directors and Officers:

You are hereby notified that I am now the legal owner of _____ shares of the capital stock of this company and that the certificate No. _____ for said _____ shares of stock issued to C D, dated _____, has been duly assigned and transferred to me, and which said original certificate and the assignment thereof I now here exhibit and present to you. And I now hereby offer to surrender the said certificate on condition that I receive a new certificate for said _____ shares of stock in my name, and I do now demand that you forthwith transfer said _____ shares of the capital stock to me on the books of this company, and that you issue to me a new certificate therefor in my name.

Dated _____.

(Signed) A B.

(An oral demand in substantially this language is sufficient.)

See §§ 4345-4353.

ARTICLE EIGHT.

SIGNATURES AND INSTRUMENTS EXECUTED BY OFFICERS.

FORM 682.

Corporate Signature.

THE WESTERN KEYLESS LOCK COMPANY,

By ARTHUR C. BAXTER, President.

(Corporate Seal.)

Attest:

JAMES I. DISSETTE, Secretary.

See §§ 1873, 1874, 1880.

FORM 683.

Corporate Signature by Agent.

THE HOT AIR STOVE COMPANY,

By WILLIAM P. SNYDER, Agent.

See §§ 1874-1878.

FORM 684.

Corporate Note Executed by President.

\$1,000

PORTLAND, ME., January 10, 1910.

Sixty days after date the Portland Lumber Company promises to pay to the order of the Union Trust Company one thousand dollars.

Value received without any relief from valuation or appraisalment laws.

Payable at the Union National Bank of Portland, Me.

(Signed) PORTLAND LUMBER COMPANY,

By JOHN B. ASGOR, President.

See § 1890 et seq.

FORM 685.

Testimonium Clause. Corporate Signature.

In witness whereof, the said Atlas Engine Company has caused its corporate name to be hereunto subscribed by its president, attested by its secretary, and the corporate seal to be affixed hereto.

(Corporate Seal.) **ATLAS ENGINE WORKS,**
By **WILLIAM HOLLIDAY**, President.

Attest:

BENTON COX, Secretary.

See § 1870 et seq.

FORM 686.

Proof of Execution—Pennsylvania.

COMMONWEALTH OF PENNSYLVANIA, COUNTY OF LEHIGH, ss:

Be it remembered, that on the 1st day of March, A. D 1910, before me, Wilson A. Wert, a notary public in and for said county, personally appeared Marcus S. Hottenstein, president of the Allen Town Trust Company, the corporation that executed the above and foregoing instrument, who, being duly sworn, deposes and says that he was personally present at the execution of the above written instrument and saw the common seal of said corporation duly affixed thereto, and that the seal so affixed thereto is the common and corporate seal of the said company, and that the above written instrument was duly signed, sealed and delivered by and as and for the company and deed of the said company for the uses and purposes therein mentioned.

FORM 687.

Secretary's Oath of Office.

SWIFT AUTOMOBILE COMPANY.

STATE OF ———, COUNTY OF ———, ss:

I, E F, secretary of the Swift Automobile Company, of ———, upon oath, do hereby promise and swear that I will faithfully and impartially discharge the duties of the office of secretary of said company to the best of my skill and ability, so help me God.

(Signed) E F.

Subscribed and sworn to before me, the undersigned notary public, this ——— day of ———, 1910. ———, Notary Public.

See §§ 1505-1517.

FORM 688.

Treasurer's Bond.

Know all men by these presents, that we, A B, of ———, as principal, and C D, of ———, as surety, are held and firmly bound unto the Star Dust Company, a corporation organized under the laws of the state of New Jersey, its successors and assigns, in a penal sum of ——— dollars, to be paid to said corporation, its successor and assigns, for which payment well and truly to be made we do bind ourselves, our heirs, executors and administrators, jointly and severally, firmly by these presents.

The condition of this bond is, whereas the above bounden A B has been duly elected to the office of treasurer of said corporation; now, therefore, the condition of the above obligation is such that if the said A B shall well and faithfully in all things perform his duties as such treasurer, so long as he shall hold the said office or continue therein during the term for which he has been or may hereafter be elected, appointed or hold over, and shall, when properly so required, fully and faithfully account to the said corporation, its successors or assigns, for all moneys, goods and properties whatsoever, for or with which the said A B may in anywise be accountable or beholden to the said corporation, and if at the expiration of his term of or continuance in office, and also in case of his death, resignation, retirement or removal from office, all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the corporation, shall be restored to it, then the above obligation to be void, otherwise to be and remain in full force and effect.

Sealed with our seals and dated this ——— day of ———, A. D. 1910.

See §§ 1555-1571.

FORM 689.

Resignation of Director—Effective on Acceptance.

———, 1910.

To the Board of Directors of the Hot Air Stove Company:

GENTLEMEN—I hereby tender my resignation as a member of the board of directors of the Hot Air Stove Company, the same to take effect upon your acceptance.

Respectfully,

L M.

See § 1088 et seq.

FORM 690.

Resignation of Director—Future Date.

JANUARY 10, 1910.

To the Board of Directors of the Hot Air Stove Company:

GENTLEMEN—I hereby tender my resignation as a member of the board of directors of the Hot Air Stove Company, the same to take effect on the 1st day of July, 1910.

Respectfully,

C D.

See § 1089.

FORM 691.

Resignation of Director—Peremptory.

_____, 1910.

To the Board of Directors of the Hot Air Stove Company:

GENTLEMEN—I hereby resign my position as a member of the board of directors of the Hot Air Stove Company, the same to take effect immediately.

Respectfully,

C D.

See § 1090.

FORM 692.

Resignation of President—Conditional or Tentative.

_____, 1910.

To the Board of Directors of the Hot Air Stove Company:

GENTLEMEN—I hereby tender my resignation as president of the Hot Air Stove Company, and request your immediate action thereon.

Respectfully,

G H.

See § 1088 et seq.

FORM 693.

Affidavit.

STATE OF _____, COUNTY OF _____, ss:

Before me, L M, a notary public in and for said county and state, personally appeared A B, president, and E F, secretary, of the Hi-Sky Aeroplane Company, personally known to me to be the persons whose names are subscribed to the foregoing certificate of amendment to the articles of incorporation of said corporation, who, each being first duly sworn, depose and say upon their oaths and each for himself and not for the other, that they are the president and secretary, respectively, of the said Hi-Sky Aeroplane Company, and that the facts thus set forth in said certificate are true, to the best of their knowledge and

belief, and that they, as such president and secretary, respectively, of said corporation, made, signed and executed the said certificate for the uses and purposes therein mentioned.

(Signed) A B, President.
E F, Secretary.

Subscribed and sworn to, etc.

FORM 694.

Anti-Trust Affidavit.

STATE OF MISSOURI, COUNTY OF JASPER, SS:

I, Julian G. Dickinson, do solemnly swear that I am the president of the corporation known and styled as the Michigan Mining Company, duly organized and existing under the laws of the state of Michigan, the organization of which was had on the 1st day of June, A. D. 1905, and now transacting and conducting business in the said state of Missouri, and that I am duly authorized to represent said corporation in the making of this affidavit, and do further swear that the said Michigan Mining Company, known and styled as aforesaid, is not now and has not at any time within one year from the date of this affidavit, created, entered into, become a member of or participated in any pool, trust, or agreement, combination, confederation or understanding with any other corporation, partnership, individual, or any other person or association of persons, to regulate or fix the price of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining or any article or thing whatsoever, or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm; and that it has not entered into, or become a member of, or a party to any pool, trust, agreement, contract, combination or confederation to fix or limit the amount or quantity of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining or any article or thing whatsoever or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm; and that it has not issued and does not own any trust certificates, and for any corporation agent, officer, or employé, or for the directors or stockholders of any corporation, has not entered into and is not now in any combination, contract or agreement with any person or persons, corporation or corporations, or with any stockholder or director thereof, the purpose and effect of which said combination, contract or agreement would be to place the management or control of such combination or combinations, or the manufactured product there-

of, in the hands of any trustee or trustees with the intent to limit or fix the price or lessen the production and sale of any article of commerce, use or consumption, or prevent, restrict or diminish the manufacture or output of any article, and that it has not made or entered into any arrangement, contract, or agreement with any person, association of persons or corporation designed to lessen or which tends to lessen, full and free competition in the importation, manufacture or sale of any article, product or commodity in this state, or under the terms of which it is proposed, stipulated, provided, agreed or understood that any particular or specified article, product or commodity shall be dealt in, sold or offered for sale in this state to the exclusion in whole or in part of any competing article, product or commodity.

Subscribed and sworn to.

JULIAN G. DICKINSON, President.

See § 5574.

FORM 695.

Anti-Trust Affidavit—Illinois (1).

STATE OF ILLINOIS, COUNTY OF SANGAMON, ss:

I, Alonzo Hoff, do solemnly swear that I am the president of the corporation known and styled the Springfield Artistic Monument Company, duly incorporated under the laws of the state of Illinois on the 1st day of September, A. D. 1896, and now transacting and conducting business at the city of Springfield, county of Sangamon, in the said state of Illinois, and that I am duly authorized to represent said corporation in the making of this affidavit; and I do further solemnly swear that the said Springfield Artistic Monument Company has not, since the date of its organization, created, entered into or become a member of or a party to, and was not, on the said day of its incorporation, nor at any day since that date, and is not now, a member of or a party to any pool, trust, agreement, combination, confederation, monopoly, or understanding with any other corporation, partnership, individual, or any other person or association of persons to regulate or fix the price of any article of merchandise or commodities; and that it has not entered into or become a member of, or a party to, any pool, trust, agreement, contract, monopoly, combination or confederation to fix or limit the amount or quantity of any article, commodity or merchandise to be manufactured, mined, produced, or sold in the state; and that it has not issued and does not own any trust certificates, and for any corporation, agent, officer or employé or for the directors or stockholders or any corporation, has not entered into and is not now in any combination, contract or agreement with any person or persons, corporation or corporations, or with any stockholder or director thereof

the purpose and effect of which said combination, contract or agreement would be to place the management or control of such combination or combinations, or the manufactured product thereof, in the hands of any trustee or trustees with the intent to limit or fix the price or lessen the production and sales of any articles of commerce, use or consumption, or to prevent, restrict or diminish the manufacture or output of any such article.

(Signed) SPRINGFIELD ARTISTIC MONUMENT COMPANY,

Subscribed and sworn to.

By ALONZO HOFF, President.

See § 5574.

FORM 696.

Anti-Trust Affidavit—Foreign Corporation—Illinois (2).

STATE OF ILLINOIS, COUNTY OF COOK, ss:

I, Edwards J. Queeny, do solemnly swear that I am the secretary of the corporation known and styled the Cincinnati Wrecking Company, duly incorporated under the laws of the state of Ohio on the 10th day of May, A. D. 1901; that said corporation has its principal place of business in the city of Cincinnati, state of Ohio; that since the 1st day of January, 1905, it has been doing business in the state of Illinois, and has its principal office and place of business at No. 200 State street, in the city of Chicago, in said state, and, since the said 1st day of January, 1905, and still is transacting business in the said state of Illinois; and I do further solemnly swear that the said Cincinnati Wrecking Company, known and styled as aforesaid, has not, since the 1st day of January, 1905, created, entered into or become a part of or a party to and was not on the 1st day of January, 1905, nor at any time since that date nor is not now a part of or a party to any pool.

(Finish as in Form 695.)

ARTICLE NINE.

BONDS AND COUPONS.

FORM 697.

Bond and Coupons.

UNITED STATES OF AMERICA, STATE OF NEW YORK.

No. ———.

\$1,000.

THE ATLANTIC BRIDGE COMPANY OF NEW JERSEY.

First Mortgage, Twenty-Five-Year Five Per Cent Gold Bond.

On the 1st day of January, A. D. 1920, for value received, The Atlantic Bridge Company promises to pay the bearer the sum of \$1,000 in gold coin of the United States of America of or equal to the present standard of weight and fineness, at the office of The Union Loan and Trust Company, and to pay interest thereon at the rate of 5 per cent per annum, payable quarterly on the first days of January, April, July and October, in the gold coin aforesaid, at the said office of the said The Union Loan and Trust Company, upon the presentation and surrender of the coupons annexed and to be annexed hereto, as they severally become due.

This bond is one of an issue of bonds and coupons duly registered, of like tenor, to an amount not exceeding in the aggregate twenty million dollars, all of which are equally secured by a mortgage deed of trust bearing date January 1, 1897, made by the said The Atlantic Bridge Company to the said The Union Loan and Trust Company, as trustee of and upon the property and franchises of The Atlantic Bridge Company.

In case of default for six months after due demand in the payment of interest on any of said bonds, the principal of all thereof may be declared due in the manner and with the effect provided in said mortgage deed of trust.

All payments upon this bond of both principal and interest are to be made without deduction for any tax or taxes which said Bridge Company may be required to pay or to retain therefrom, by any present or future laws of the United States of America, or any of the states thereof, said Bridge Company hereby covenanting and agreeing to pay any and all such tax or taxes.

The holder of this bond may at any time at his option surrender

the same, with the undue coupons attached, to the registrar of said bonds, to be cancelled, and receive in lieu thereof, a registered bond in the form provided in the mortgage deed of trust.

This bond shall not be valid or obligatory until the certificate endorsed hereon shall be signed by the trustee under said mortgage deed of trust.

In witness whereof, The Atlantic Bridge Company has on this 1st day of January, 1910, caused its corporate seal to be affixed hereto, and this bond to be signed by its vice-president and treasurer, and has also caused a fac-simile signature of its treasurer to be engraved on each of the coupons hereto annexed.

THE ATLANTIC BRIDGE COMPANY,
By ———, Vice-President.
————, Treasurer.

Attest:

————, Secretary.

FORM OF COUPON.

\$10.

\$10.

On the 1st day of ———, 19—, The Atlantic Bridge Company will pay to the bearer at the office of The Union Loan and Trust Company, ten dollars in gold coin, being three months' interest due on its first mortgage bonds for one thousand dollars.

No. ———.

————, Treasurer.

And said bonds are to bear the following certificate endorsed upon them, to be signed by said trustee:

TRUSTEE'S CERTIFICATE.

The Union Loan and Trust Company, trustee, hereby certifies that this bond is one of the issue referred to within.

THE UNION LOAN AND TRUST COMPANY, TRUSTEE,
By C D, Vice-President.

See §§ 2235 et seq., 2270 et seq., 2320 et seq., 2585 et seq.

FORM 698.

Coupon Bond (1).

UNITED STATES OF AMERICA.

State of ———.

———— Company.

Twenty-Year, Five Per Cent Gold Coupon Bond.

\$1,000

No. ———.

Know all men by these presents, that the ——— company, a cor-

poration created and existing by virtue of the laws of the state of ———, for value received, hereby promises to pay on the ——— day of ———, A. D. 19—, at the office of the National Trust Company, in the city of ———, state of ———, to the bearer, or, if registered, to the registered holder of this bond, the sum of one thousand dollars (\$1,000) in gold coin of the United States of America of the present standard of weight and fineness, and to pay interest thereon from the 1st day of ———, A. D. 19—, at the rate of 5 per cent per annum; such interest to be payable at the office aforesaid, in like gold coin, semi-annually on the first day of ——— and ——— in each year, but only upon presentation and surrender of the respective interest coupons hereto attached as they severally mature.

All payments on this bond, both of principal and interest, shall be made without deduction of any tax or assessment which the said obligor, or its successors or assigns may pay or be required to pay, deduct, or detain under any law or regulation heretofore or hereafter enacted by the United States or any political community whatsoever.

This bond is one of a series of two hundred (200) of like form, tenor, effect, amount and date, and numbered consecutively from one (1) to two hundred (200), both inclusive, which said series of bonds is limited in amount to two hundred thousand dollars (\$200,000) and issued in pursuance of and in accordance with the terms of and is secured by a certain trust deed or mortgage of even date herewith, duly executed by said obligor to the National Trust Company, as trustee, conveying by way of security the property hereinafter described, to wit: (Insert description of property.)

This bond and said trust deed or mortgage securing the same were duly authorized by the stockholders and board of directors of the obligor company at meetings of said stockholders and directors, respectively, duly conveyed and held at ———, on the ——— day of ———, A. D. 19—.

In case of default in payment of the principal, or any instalment of interest due hereunder, for a period of six months after the same shall respectively mature, the property secured by said trust deed or mortgage may be sold and the proceeds applied toward the payment of this series of bonds in the manner specified in said trust deed or mortgage. No recourse shall be had for the payment of the principal or any instalment of interest of or upon this bond against any stockholder, officer or director of the obligor company.

This bond shall be transferable by delivery, unless registered in the owner's name on the books of said National Trust Company, such registry being noted on the bond by said trust company, after which no transfer shall be valid, unless made on the said books and likewise

noted on the bond; but the same may be again made transferable by delivery by being registered on said books in the name of bearer. Registration, however, shall not affect the transferability of the coupons hereto attached by delivery merely; and the payment to the bearer of any of such coupons shall discharge the obligor in respect to the interests therein mentioned, whether the bond shall have been registered or not.

Neither this bond nor any coupon or interest thereon shall become or be valid until authenticated by the certificate endorsed hereon, duly executed by the said National Trust Company, the trustee named in said trust deed or mortgage.

In witness whereof, the obligor company has caused these presents to be signed in its corporate name by its president and its corporate seal to be hereunto affixed, attested by its secretary, and coupons for such interest, bearing the engraved fac-simile signature of its treasurer, to be attached hereto, at the city of ———, this ——— day of ———, 19—.

(Corporate Seal.)

By ———, President.

Attest:

———, Secretary.

INTEREST COUPON.

(Forty in Number.)

\$25. No. ———.

This coupon for twenty-five dollars (\$25) gold coin of the United States of America, is payable to bearer on the 1st day of ———, A. D. 19—, at the office of the National Trust Company, in the city of ———, state of ———, without deduction for taxes for six months' interest due on that day on its one-thousand-dollar, twenty-year 5 per cent gold bond No. ———, subject to the terms of said bond and the trust deed or mortgage therein mentioned.

——— COMPANY.

By ———, Treasurer.

See notes to Form 697.

FORM 699.

Coupon Bond (2).

UNITED STATES OF AMERICA, STATE OF NEW YORK.

THE HOT AIR STOVE COMPANY.

First Mortgage Gold Coupon Bond.

No. ———.

\$1,000.

Know all men by these presents, that the Hot Air Stove Company is indebted, and for value received promises to pay to the bearer

hereof, or to the registered holder of this bond, if the same be registered, the sum of one thousand dollars (\$1,000) in gold coin of the United States of the present standard of weight and fineness, on the _____ day of _____, 19—, at the office of said company, in the city of _____, with interest at the rate of _____ per cent per annum, payable semi-annually at said office, in like gold coin, on the first days of _____ and _____ in each year, upon surrender of the annexed coupons therefor, as they severally mature.

Both the principal and interest of this bond are payable without deduction for any United States, municipal or other tax or taxes which said Hot Air Stove Company may be required to pay or deduct therefrom under or by reason of any present or future law, the said company hereby agreeing to pay such tax or taxes.

This bond is one of a series of coupon and registered bonds of the Hot Air Stove Company, bearing interest at the rate of _____ per cent per annum, issued or to be issued in pursuance of and subject to the terms of the mortgage or deed of trust hereinafter referred to, but so that the aggregate amount of said bonds, both coupon and registered, shall not exceed the total sum of \$1,000. All of said bonds are equally secured by a mortgage or deed of trust, dated _____, 19—, executed by said Hot Air Stove Company to _____, of the city of _____, as trustee, conveying the property and franchises of the Hot Air Stove Company mentioned in said mortgage or deed of trust, to which reference is hereby made for a description of the property and franchises mortgaged, and the nature and extent of the security, and the rights of the holders of said bonds under the same, and the terms and conditions upon which said bonds are issued and secured. This bond may be registered, in the name of the owner, on the books of the company, such registration to be endorsed hereon, and thereafter no transfer shall be valid unless made on the books of the company by the registered owner and similarly endorsed hereon, but said bond may again be made payable to bearer by like transfer and thereafter pass by delivery until again registered. Notwithstanding such registration, the coupons hereon shall remain and be negotiable by delivery and payable to bearer on presentation.

This bond shall not become obligatory for any purpose until it shall have been authenticated by the certificate hereon endorsed of the trustee under said mortgage or deed of trust.

In witness whereof, the Hot Air Stove Company has caused these presents to be signed by its president or vice-president and its corporate seal to be hereunto affixed, and to be attested by its secretary,

and coupons for said interest, with the engraved signature of its treasurer, to be attached hereto, this _____ day of _____, 19—.

THE HOT AIR STOVE COMPANY,

(Corporate Seal.)

By _____, President.

Attest:

_____, Secretary.

See notes to Form 697.

FORM 700.

Registered Bond (1).

UNITED STATES OF AMERICA.

State of _____ Company.

Registered Twenty-five Per Cent Gold Bond.

\$_____ No. _____

Know all men by these presents, that the _____ company, a corporation created and existing by virtue of the laws of the state of _____, for value received, hereby promises to pay to (fill in name of registered owner) or registered assignee on the first day of _____, A. D. 19—, at the office of the National Trust Company, in the city of _____, state of _____, the sum of one thousand dollars (\$1,000) in gold coin of the United States of America of the present standard of weight and fineness, and to pay interest thereon from the first day of _____, A. D. 19—, at the rate of five (5) per cent per annum; such interest to be payable to the registered owner hereof at the office aforesaid, in like gold coin, semi-annually, on the first days of _____, and _____ in each year.

All payments upon this bond, both of principal and interest, shall be made without deduction of any tax or assessment which the said obligor, or its successors or assigns, may pay or be required to pay, deduct, or retain under any law or regulation heretofore or hereafter enacted by the United States or any political community whatever.

This bond is one of a series of two hundred (200) of like form, tenor, effect, amount and date, and numbered consecutively from one (1) to two hundred (200), both inclusive, which said series of bonds is limited in amount to two hundred thousand dollars (\$200,000) and is issued in pursuance of, and in accordance with the terms of, and is secured by, a certain trust deed or mortgage of even date herewith, duly executed by said obligor to the National Trust Company as trustee, conveying by way of security the property hereinafter described, to wit: (Insert description of property.)

This bond and said trust deed or mortgage securing same were duly authorized by the stockholders and board of directors of the obligor company at meetings of said stockholders and directors respectively

duly convened and held at ——— on the ——— day of ———, A. D. 19—.

In case of default in payment of the principal or any instalment of interest due hereunder for a period of six months after the same shall respectively mature, the property secured by said trust deed or mortgage may be sold and the proceeds applied towards the payment of this series of bonds in the manner specified in said trust deed or mortgage. No recourse shall be had for the payment of the principal or any instalment of interest of or upon this bond, against any stockholder, officer or director of the obligor company.

This bond is transferable only on the books of said National Trust Company upon the surrender and cancellation of this bond, and thereupon a new registered bond will be issued to the transferee in exchange therefor.

This bond shall not become or be valid until authenticated by the certificate endorsed hereon, duly executed by the said National Trust Company, the trustee named in said trust deed or mortgage.

In witness whereof, the obligor company has caused these presents to be signed in its corporate name by its president, and its corporate seal to be hereunto affixed, attested by its secretary, at the city of ——— this ——— day of ———, A. D. 19—.

(Corporate Seal.)

Attest: ———, Secretary.

——— Company.

By ———, President.

TRUSTEE'S CERTIFICATE.

This is to certify that this bond is one of a series of two hundred (200) bonds described in the trust deed or mortgage therein mentioned.

NATIONAL TRUST COMPANY,

By ———, Trust Officer.

See 2235 et seq., 2264, 2265, 2270 et seq., 2585 et seq.

FORM 701.

Registered Bond (2).

(In denominations of \$1,000, \$5,000 and \$10,000.)

UNITED STATES OF AMERICA.

No. ———

THE ATLANTIC BRIDGE COMPANY, NEW JERSEY.

First Mortgage, Four Per Cent Gold Bond.

Principal due January 1, A. D. 1920.

Interest payable quarterly on the first days of January, April, July and October, at the rate of four per cent per annum.

For value received, The Union Loan & Trust Company promises to

pay to ———, or assigns, ——— dollars in gold coin of the United States of America of or equal to the present standard of weight and fineness at the office of The Atlantic Bridge Company, in the city of Trenton, on the first day of January, A. D. 19—, and to pay interest thereon, in like gold coin, at the rate of 4 per cent per annum, from the first day of ———, 19—, until such principal sum shall be paid, such interest being payable at said office on the first days of January, April, July and October in each year.

This bond is one of an issue of bonds, coupon and registered, of like tenor, to an amount not exceeding in the aggregate twenty million dollars, all of which are equally secured by a mortgage deed of trust bearing date January 1, 19—, made by the said The Atlantic Bridge Company to the said The Union Loan & Trust Company, as trustee, of and upon the property and franchises of The Atlantic Bridge Company (including the franchises, stock and property of the Postal Telegraph-Cable Company, heretofore acquired by said The Atlantic Bridge Company).

In case of default for six months after due demand in the payment of interest on any of said bonds, the principal of all thereof may be declared due in the manner and with the effect provided in said mortgage deed of trust.

All payments upon this bond of both principal and interest are to be made without deduction for any tax or taxes which said bridge company may be required to pay or to retain therefrom, by any present or future laws of the United States of America, or any of the states thereof, said bridge company hereby covenanting and agreeing to pay any and all such tax or taxes.

This bond is transferable only at the office of said The Atlantic Bridge Company on the books of said The Atlantic Bridge Company by the registered owner in person or by attorney upon the surrender hereof, and may be transferred into similar bonds of smaller denominations or be merged with other bonds of this issue into a similar bond of larger denomination, except that the only denominations shall be \$100, \$500, \$1,000, \$5,000 and \$10,000.

Instalments of interest on this bond shall be paid by check or warrants mailed to proprietors at their addresses registered in the books of said bridge company, and such payments shall be in full in the order of their maturity and in accordance with the provisions of said mortgage deed of trust.

This bond may be exchanged for the debenture stock of said The Atlantic Bridge Company on the terms set forth in the mortgage deed of trust securing this bond.

This bond shall not be valid or obligatory until the certificate en-

dorsed hereon shall have been signed by the trustee under the said mortgage deed of trust.

In witness whereof, The Atlantic Bridge Company has on the _____ day of _____ caused its corporate seal to be affixed hereto, and this bond to be signed by its vice-president and treasurer. *

THE ATLANTIC BRIDGE COMPANY,

Attest: _____, Secretary.

By _____, Vice-President,
_____, Treasurer.

See note to Form 700.

FORM 702.

Registered Bond (3).

UNITED STATES OF AMERICA.

State of New Jersey.

THE SOUTH POLE EXPEDITION COMPANY.

First Mortgage Gold Registered Bond.

No. _____

\$ _____

Know all men by these presents, that the South Pole Expedition Company is indebted, and for value received, promises to pay to L M or assigns, the sum of _____ dollars in gold coin of the United States of the present standard of weight and fineness, on the _____ day of _____, 1912, at the office of said company in the city of Trenton, New Jersey, with interest at the rate of 4 per cent per annum, payable semi-annually at said office in like gold coin on the first days of January and July in each year.

(Follow Form 701 for intervening matter.)

This bond is transferable by the holder hereof only in person or by attorney duly authorized upon the books of the company at its office in the city of Trenton. And this bond shall not become obligatory for any purpose until it shall have been authenticated by the certificate thereon endorsed by the trustee under said mortgage or deed of trust.

In witness whereof, the South Pole Expedition Company has caused these presents to be signed by its president and its corporate seal hereto affixed and to be attested by its secretary this _____ day of _____, 1910.

THE SOUTH POLE EXPEDITION COMPANY,

(Corporate Seal)

By _____, President.

Attest: _____, Secretary.

§§ 2264, 2265.

FORM 703.

Debenture.

(1) The Iron and Land Company of Minnesota, Limited, hereinafter called "The Company," will, on the first day of May, 1899, pay to the bearer, on presentation of this debenture, the sum of £50. (2) The Company will, in the meantime, and thereafter until the principal moneys and interest shall have been fully paid, pay interest thereon at the rate of 7 per cent per annum by equal half-yearly payments on every 1st day of November and 1st day of May, in accordance with the coupons annexed hereto. (3) The Company hereby charges with such payment of its undertaking all its property whatsoever and wheresoever, both present and future. (4) This debenture is issued subject to the conditions endorsed hereon.

CONDITIONS.

(1) This indenture is one of a series of 2,000 debentures, each for securing the principal sum of £50, issued or about to be issued by the company. The debentures of the said series are all to rank *pari passu* as a first charge upon the property hereby charged, without any reference or priority one over another; and such charge is to be a floating security, but so that the company is not to be at liberty to create any mortgage or charge in priority to the said debenture.

Howard v. Iron & Land Co., 62 Minn. 298, 64 N. W. 896. See also, §§ 2266, 3443.

FORM 704.

Interest Coupon.

On the 1st day of July, 1910, the Hot Air Stove Company will pay the bearer at its office in the city of New York ——— dollars in gold coin free from all taxes, being three months' interest then due on its first mortgage coupon bond No. ———.

(Signed) THE HOT AIR STOVE COMPANY,
By ———, President.

§§ 2320-2328.

FORM 705.

Trustees' Certificate.

This bond is one of a series of bonds described in the within mentioned mortgage or deed of trust executed by the Hot Air Stove

Company to the undersigned trustee and duly recorded, and the holder hereof is entitled to the benefit of the trust thereby created.

THE UNION TRUST COMPANY, Trustee.

See § 2585 et seq.

FORM 706.

Guaranty of Corporate Bonds.

For value received, the undersigned, The American Security Company, hereby guarantees the payment by the South Pole Expedition Company of the principal of the within bond at the maturity thereof, and of all interest thereon according to the tenor of the coupons belonging thereto, as they severally become due, and also the payment of all amounts payable under the sinking fund provisions in the indenture of trust to the Union Trust Company by which the within bond is secured, as the same becomes due, and for the purposes aforesaid, the said American Security Company hereby covenants and agrees with the said South Pole Expedition Company and the holder of this bond and with the

THE AMERICAN SURETY COMPANY,

(Seal.)

By W. S. DIGGS, President.

Attest: J. A. GARFIELD, Secretary.

See §§ 2215-2219.

ARTICLE TEN.

LEASES.

FORM 707.

Lease of Railroad in Perpetuity—Percentage of Gross Earnings.

This indenture executed in duplicate this 10th day of July, A. D. 1909, between the New York Central Railroad Company, a corporation duly organized and existing under the laws of the state of New York, party of the first part, and the Cleveland, Cincinnati, Chicago and St. Louis Railroad Company, a corporation duly organized under and in accordance with the laws of the state of Ohio, party of the second part, witnesseth:

That the party of the first part, in consideration of ——— dollars to be paid, by the party of the second part, the receipt whereof is hereby acknowledged, and of the covenants and agreements hereinafter contained, to be kept and performed by the party of the second part, has granted, leased, and demised, and doth by these presents grant, lease and demise, to the party of the second part and its successors, all the property and franchises now owned or hereafter to be acquired by the said party of the first part, and all the right, title and interest which said party of the first part now has or may hereafter acquire therein, that is to say:

All the railroad of the said party of the first part now built and in process of construction, or hereafter to be constructed, commencing at a point within the corporate limits of the city of ———, in the county of ———, state of ———, and connecting there with the railroad of the party of the second part; running thence in a northwesterly direction to a point in the city of ———, that being the northern terminus of said road as now located and under contract for construction, and the same being ——— miles in length, more or less; together with all the franchises, equipment and property connected therewith, or held and enjoyed by the said party of the first part, that is to say: the lands, tenements, fixtures, goods and chattels of said party of the first part; its right of way, property, franchises, rights, privileges, interests and estates of every nature and description; its rails, ties, buildings, fences,

turn-tables, tanks and erections of all kinds; its cars, engines, tools, machinery, its rents, reservations and reversions of every nature, including all the property which said party of the first part now owns or may hereafter acquire in connection with said railroad; also the benefits arising from all or any contracts or agreements which said party of the first part has made, or may hereafter make or acquire, or may hereafter be entitled to receive by law or in equity; also all tolls, rents, profits, income, interest, or issues which may hereafter accrue to said party of the first part from any source whatever in connection with its said road.

This lease includes not only all the property of the party of the first part on the day of the date hereof, but all subsequent additions, and is made subject to all debts and liabilities of said party of the first part, which, whether contracted prior or subsequent to said date, are to be assumed and paid by the party of the second part as a part of the consideration of this lease; and in consideration thereof it is agreed that all the moneys, bonds and rights of action and property of the party of the first part of every description, except the demised premises, shall be conveyed to and be held absolutely by the party of the second part.

To have and to hold said demised railroad, property and premises aforesaid unto the party of the second part, its successors and assigns, for and during the term of nine hundred and ninety-nine years from the day of the date hereof, yielding and paying therefor rent as hereinafter provided.

And in consideration of the premises, the party of the second part has covenanted and agreed, and doth by these presents covenant and agree, for itself, its successors and assigns, with the party of the first part, its successors and assigns, that the said party of the second part, at all times during the continuance of the said term of this lease, shall and will maintain, manage, use and operate and keep in good and working order, condition and repair, at its own expense, the entire line of the said demised railroad as far and as fast as completed, and all extensions, and branches thereof which may hereafter be constructed as aforesaid, and all the fixtures and appurtenances thereof, and keep the same supplied with motive power, rolling stock, and equipments, so that the traffic and business of the road shall be encouraged and developed, and reasonable accommodation given to the public, and shall and will deliver up the said railroad and all its buildings, fixtures and appurtenances, at the expiration of said term, in good order and repair.

That the party of the second part shall retain to its own use ——— per cent of the gross earnings of the demised road during the continuance of this lease as operating expenses, and shall apply the remainder,

being ——— per cent of the gross earnings of said demised road, as rental, as follows:

1. To the payment of all taxes and assessments that may at any time hereafter be imposed upon the party of the first part, under authority of the United States, state, county, city or township laws, or upon the whole or any part of its said road, its buildings or appurtenances, or any property hereby demised.

2. To the payment, semi-annually, on the ——— day of ——— and the ——— day of ——— of each year, of the interest on the first mortgage bonds of the party of the first part, dated the ——— day of ———, A. D. 19—, and amounting to ——— dollars, until the interest and principal of said bonds shall have been fully paid;

3. To the payment to a sinking fund of ——— per cent per annum of the par value of said bonds to ———, ———, and ———, trustees, on or before the ——— day of ——— of each year, prior to the maturity of said bonds, said fund to be applied annually by said trustees to the purchase of said bonds, at not above ——— dollars and accrued interest, upon proposals from the holders of the bonds, after advertisement, such advertisement to appear for ——— successive days in some newspaper published in the city of ———; and if the fund is not exhausted in that manner, the trustees are to invest, and from time to time to reinvest the same, or the balance thereof, at their discretion, and to apply the same, with the accumulation thereof, to the purchase of bonds at any time thereafter on advertisement as aforesaid, and with the same limitations as to price, or to the payment and extinguishment of the bonds at their maturity.

The party of the second part hereby agrees that in case said ——— per cent shall be in any year insufficient to pay said taxes and interest, and to pay the sum of ——— dollars to said trustees, the party of the second part will make said payments, reserving the right to reimburse itself for any excess so paid, with interest at the rate of ——— per cent per annum from the said ——— per cent of gross earnings, in any year when the same shall be more than sufficient for the payment of taxes and interest and the stipulated annual payment to the sinking fund.

4. To reimburse the party of the second part for any sum or sums expended by it in the completion of the road of the party of the first part in excess of the sums already provided, with interest at the rate of ——— per cent per annum.

5. Any portion of said ——— per cent not expended as aforesaid shall be paid over annually, on or before the ——— day of ———, to said trustees, in addition to the annual sum of ——— dollars to be so paid, and shall be held on like trusts.

In case said sinking fund shall be insufficient to retire all said bonds at maturity, the party of the second part shall pay and cancel at maturity all said bonds not cancelled by said sinking fund. In case said party of the second part shall be required to pay any bonds as aforesaid, not provided for by said sinking fund, it shall have the right to reimburse itself for the sum so paid, with interest at the rate of _____ per cent per annum, from said _____ per cent of the gross annual earnings of said road.

After all said bonds shall have been cancelled or purchased as aforesaid, and after the party of the second part shall have been reimbursed for payments in excess of _____ per cent with interest as hereinbefore provided, any balance of said _____ per cent remaining after the payment of taxes shall be annually paid to the party of the first part.

That the party of the second part will assume and pay all damages, demands, and liabilities which may arise or be incurred by reason of any injury or damage to person or to personal or other property, and all other damages whatsoever resulting from or growing out of the maintenance, repair and operation of said railroad by the party of the second part and will pay any penalties which may be imposed upon the railroad of the party of the second part to comply with any statute, or by the commission of any act which may be prohibited by law in the use of said railroad and the interests hereby granted; and the said party of the second part agrees to indemnify and save harmless the said party of the first part against all expense, loss, damage and cost, by reason of any of the matters and things aforesaid, and against any and all costs and expenses in any suit or proceedings authorized in the name of the party of the first part.

And in consideration of the premises, the party of the first part, for itself, its successors and assigns, covenants with the party of the second part, its successors and assigns:

1. That the said party of the first part and its successors shall and will, whenever required by the party of the second part or its successors, during the continuance of said term, do and perform any and every corporate act which may be necessary, useful or appropriate to secure to the said party of the second part or its successors the full enjoyment of the premises hereby demised, and of every franchise, right, easement, power and privilege connected therewith or appertaining to the same, now possessed or which may be hereafter possessed by the party of the first part or its successors, and hereby granted or intended to be granted to the party of the second part and its successors under this instrument, and that it will maintain its corporate organization for this purpose: all expenses incurred by the party of the first part under this article to be borne by the party of the second part.

2. That it will hereafter at any time, upon the request of the party of the second part, give, make, execute and deliver such further and other conveyances and assurances, papers and instruments, as may be necessary or proper to carry into full force and effect all the objects and purposes of this indenture.

3. That it, the said party of the first part, is well and lawfully possessed of the premises hereby demised, and has full power to convey the same as aforesaid, and the same in the quiet enjoyment of the said party of the second part shall warrant and defend.

4. That the party of the second part shall at all times during said term have the full and exclusive right to manage, use and control said demised railroad and premises, and to regulate and determine the rates of tolls, freight and charges of transportation over the whole or any part of said demised railroad and premises, and to charge and collect the same and appropriate the same to its own use, except as aforesaid; and shall have, use, exercise and enjoy all the rights, powers and authorities aforesaid and all other corporate powers, and all rights, powers, easements and privileges now possessed or which may hereafter be acquired by the party of the first part, necessary or convenient to the use, possession, management or operation of the road as herein provided, which can or may be lawfully exercised and enjoyed on or about or in connection with said demised railroad and premises, and the maintenance and operation thereof.

And to enable the said party of the second part to beneficially enjoy said property, rights, privileges and benefits herein demised and mentioned and specified, the said party of the first part hereby appoints the said party of the second part, its successors and assigns, its attorney irrevocable with full power and right, at the expense of the said party of the second part, to use the name of the said party of the first part in and about the business, maintenance, operation and use of said road, with power to make any and all contracts in proper furtherance of the object hereinbefore set forth, and not otherwise, with any person, or corporation, in the name of said party of the first part, and under its corporate seal or otherwise, and generally to do all other acts and things in and about the premises which said party of the first part might lawfully do; and at the expense of said party of the first part in and about any legal proceedings and suits, either at law or in equity, as the said party of the second part may see necessary and requisite in carrying out the objects and intent of this indenture. All rolling stock and all other personal property which said party of the second part shall purchase or obtain for any purpose in connection with the railroad, or other property hereby de-

mised, shall be and remain the property of said party of the second part, and may, as well as any rails, sleepers or other property which it desires to remove for the purpose of repairs or improvements, be removed and disposed of by said last named party for its own use; it being always understood and agreed, however, that it shall keep and deliver up said railroad and other property hereby demised in good repair and good working order and condition, as hereinbefore agreed.

This lease is upon condition that the failure of the party of the second part, for a period of ——— months, to perform the covenants of this lease as to payment of rent by it stipulated to be paid, shall terminate said lease, if the party of the first part shall so elect.

In witness whereof, the said New York Central Railroad Company and the said Cleveland, Cincinnati, Chicago and St. Louis Railroad Company have caused their corporate seals to be affixed and their corporate names to be subscribed by their presidents, thereunto duly authorized, same tenor and date, the day and year first above written.

NEW YORK CENTRAL RAILROAD COMPANY,

(Seal)

By A. BROWN, President.

CLEVELAND, CINCINNATI, CHICAGO AND ST. LOUIS RAILWAY CO.,

(Seal)

By B. CANE, President.

See §§ 2480-2518.

FORM 708.

Lease of Railroad in Perpetuity—Fixed Annual Rent.

This indenture, made this 1st day of November, A. D. 1909, by and between the Chicago, Mattoon and Cairo Railway Company, party of the first part, and the Illinois Central Railroad Company, a party of the second part, both corporations organized and existing under the laws of the state of Illinois, and

Whereas, Said first party was and is by its charter and the laws of the said state of Illinois, authorized among other ones to construct and operate a railroad from the city of Chicago to the city of Cairo in the state of Illinois, about 300 miles long and which said road is now completed and in operation and to provide for the payment and cost of construction of same, has executed its bonds in the sum of \$1,000 each, dated on the 1st day of June, 1906, amounting in the aggregate to \$1,000,000, payable in annual instalments from one to fifty years from the date thereof, with interest thereon, at the rate of 5 per cent per annum, payable semi-annually, with principal and interest payable in the city of New York, the payment of which said bonds are secured by mortgage of even date therewith, to the said Security Loan and Trust Company, as trustee of its said road and of its property now completed and in operation as aforesaid, together with its right of way,

road bed, superstructure, grounds, buildings and all other property connected therewith, together with the rights, privileges and franchises belonging thereto and the revenue to be derived therefrom, which said trust mortgage has been duly recorded in the counties of the said state of Illinois through which said completed railroad runs;

And whereas, The proceeds of said bonds and the other means of said company have not been sufficient to pay the cost of construction of said railroad and superstructure, and, when paid for, said first party will have exhausted its resources and be without means to acquire the equipment and to maintain and operate said road, and in order that the same may be equipped, maintained and operated, in such manner as the public convenience requires, and means provided for the payment of the annually accruing interest on said bonds, it has become necessary to make the provisions herein contained:

Now, therefore, this indenture witnesseth, that the said first party, in consideration of the covenants and agreements herein contained to be kept and performed by said second party, has granted, demised and leased, and by these presents doth grant, demise and lease, unto said party of the second part, its successors and assigns, all the following described premises and property of said party of the first part, that is to say:

Its said railroad, now constructed, extending from said city of Chicago to said city of Cairo, in all about 300 miles in length; and also including the right of way therefor, roadbed, superstructure, and all lands and depot grounds, station houses, depots, tools, materials and all other property, real or personal, appertaining to said road and to the use thereof, now owned or possessed by said first party, together with the rents, revenues and income to be had, levied or derived therefrom, and all rights, privileges and franchises of said first party of, in, to, or concerning the same and every part thereof.

To have and to hold the above described railroad premises and property, with the appurtenances, rights, privileges and franchises appertaining thereto, and the complete and exclusive possession thereof, unto the said party of the second part, its successors and assigns, from the day of the date hereof, in perpetuity.

Said party of the second part, in consideration of the premises, does hereby covenant with said party of the first part, its successors and assigns, to take immediate and exclusive possession of said demised road and property, and at its own expense place thereon such an amount of rolling stock as may be reasonably required for the transaction of the business of said railroad, and at all times to keep the same equipped in such manner as the public convenience may require,

•

to maintain said demised road in good condition, and operate the same in such manner as shall reasonably accommodate the traffic and travel offered from time to time for transportation.

And that it will at all times save said first property and its successors harmless from all damages and liabilities that may be incurred or occasioned by said second party in the maintenance and operation of said demised road;

And also that it will pay or cause to be paid all taxes and assessments that may be lawfully levied or charged on said demised premises, or any part thereof, and all other expenses necessary to the preservation of the property during the continuance of this lease.

Said second party further agrees that it will pay to or for said first party, its successors and assigns, rent for the above demised premises at the times and in the manner as follows, that is to say: a fixed annual rental of ——— dollars, said rent to be all paid by second party, its successors and assigns, semi-annually, by taking up and cancelling the semi-annually maturing interest warrants attached to its ——— per cent bonds above mentioned, upon their presentation at its office in ———, and this instrument shall be deemed a covenant with the bondholders severally so to apply the same.

Said second party further agrees that it will not consent to the cancellation of this lease, or any change in the terms thereof, without having first obtained the consent of the holders of said ——— per cent bonds above mentioned.

Said second party further agrees that if at the maturity of said bonds the time for the payment of the principal thereof be extended, or other bonds substituted instead thereof, it will continue to pay the rent reserved in said lease by applying the same semi-annually, as herein provided, to the payment, taking up and cancelling the coupons upon any new issue of bonds that may be substituted, at a rate of interest not exceeding ——— per cent per annum, payable semi-annually.

And the said first party agrees for itself, its successors and assigns, that it will not, without first having obtained the consent in writing of the second party thereto, create or authorize to be created by mortgage, trust deed or otherwise, any lien or incumbrance upon the said demised property, or any part thereof, during the continuance of this lease.

And it is mutually agreed that in case the party of the second part shall be deprived of the possession of the premises by legal proceedings under the mortgage or otherwise, this lease shall thereupon be in all parts terminated.

•

In witness whereof, the parties hereunto have caused these presents to be subscribed by their respective presidents, and their corporate seals to be hereto affixed and attested by their secretaries as of the day and year first above written. (Signed.)

See §§ 2480-2518.

FORM 709.

Railroad Lease—Net Earnings.

Whereas, The stockholders of the ——— Railroad Company, hereinafter called the party of the first part, at their annual meeting held on the first day of January, 1910, passed a resolution authorizing the president and directors of the company to lease for such length of time and on such terms as they might deem best the railroad, other property, rights, and franchises of any other railroad company in which the party of the first part owns, or might own at the date of such lease, a majority in interest of the capital stock of such other company; and on the same day the president and directors passed a resolution appointing a committee to procure a lease of the ——— railroad, hereinafter called the party of the second part, and authorizing its president to execute the same on the part of the company when procured;

And whereas, The board of directors of the party of the second part, on the 1st day of January, 1910, passed a resolution authorizing a lease of its railroad, extending from ——— to ———, in the state of ———, its rolling stock, other property, rights, franchises, except the franchise to be and exist as a corporation, and privileges to the party of the first part, and directing that its president execute in the name of the company, and deliver to the party of the first part, the said lease;

Now, in pursuance of said resolution, the said parties have entered into the following contract or lease, to wit:

The party of the second part hereby leases to the party of the first part, for the term of ——— years, its railroad, extending from ——— to ———, in the state of ———, together with its rolling stock, other property, rights, franchises and privileges, except the franchise to be or exist as a corporation, upon the following terms and conditions, to wit:

1. The party of the first part binds itself to take possession of said railroad, and operate it economically and to the best advantage, receive all the earnings thereof, and out of the same pay the legitimate, operating, and other necessary expenses incident thereto, all taxes upon the said railroad and other property, any interest upon the

bonded or other debts owing and due by the party of the second part, and the principal of any debts or obligations due by it, which are obliged to be paid during the term of the lease, and all such other sum or sums as may be necessary to put and keep said railroad and other property in good condition and repair, and account for and pay to the party of the second part any net earnings that may remain after deducting from the gross earnings the operating expenses, the taxes and principal interests on debts of the party of the second part, paid by the party of the first part, and any sum or sums used in putting or keeping said railroad and property in good condition and repair as above stated.

2. The party of the first part agrees to render an accurate annual statement and account of all the matters specified and to have a full settlement annually of all said matters and things aforesaid.

3. If, in any year, the gross earnings should be insufficient to pay the items of charge specified in said first paragraph or portion thereof, and the same shall have been paid by the party of the first part, the deficiency shall be made good to the party of the first part out of the earnings of the next subsequent year or years, and if not made good to the party of the first part out of said gross earnings, then the deficiency or deficiencies shall constitute a valid debt or debts against the party of the second part.

4. For the use of any of its rolling stock and other property in operating the said railroad, the party of the first part binds itself to charge fair rates, not exceeding the customary rates charged by other leading railroad companies in the same states for like use of their rolling stock and other property on the railroads of other companies.

5. The party of the first part agrees that at the end of each of its fiscal years a competent and impartial accountant shall be selected by the said parties, should the minority stockholders, or a majority in interest thereof of the party of the second part, demand the same, whose business shall be to investigate the annual accounts presented by the party of the first part of its operation of the said road, and the other matters hereinbefore set forth.

6. Should the party of the first part and the minority stockholders, or a majority in interest thereof, of the said party of the second part, disagree as to any matter growing out of the execution of this contract, the matter in dispute shall be referred to arbitration, each party to select a competent and disinterested man, and the two selected to choose a third man, and a decision of a majority of the three arbitrators thus selected is to be binding on all parties.

7. The party of the first part binds itself to keep the said railroad

in good repair, and faithfully operate it during the term of the lease, and at the end thereof, to return the same in as good condition as when received by it under this lease.

8. This contract shall take effect as from and after the 10th day of March, 1910, and an inventory shall be made of all the property of the party of the second part, of whatever kind and character, which is to be delivered to the party of the first part under this lease.

In witness, etc.

See § 2493.

FORM 710.

Railroad Lease—Branch Railroad in Perpetuity for Fixed Rent.

This indenture, made this 25th day of February, 1910, by and between the New Jersey Central Railroad Company, a corporation duly organized and existing under the laws of the state of New Jersey, party of the first part, and the Pennsylvania Railroad Company, a corporation organized and existing under the laws of the states of Pennsylvania, New Jersey and New York, party of the second part, witnesseth:

1. The party of the first part, for and in consideration of the benefits to accrue under an agreement for the interchange of traffic, made and entered into by and between the parties hereto, and bearing even date herewith, and for a joint use of its tracks, depots, and other facilities in the cities of ———, ——— and ———, as in said agreement more fully set forth, and of the rent hereinafter mentioned to be paid by the party of the second part, its successors and assigns, by these presents doth grant, demise and let unto said party of the second part, its successors and assigns, in perpetuity, from and after the date hereof, all that portion of the railroad of the party of the first part known as the ——— branch, extending from the terminus thereof in the city of ——— to ——— Junction, on the line of the road of said party of the second part with all the rights, privileges, franchises and immunities pertaining thereto, together with all the depots, grounds, side-tracks, water stations, turn-tables and other property belonging thereto, excepting and not including any rolling stock.

2. The party of the first part agrees to protect and hold harmless and indemnified the party of the second part, its successors and assigns, and the said premises hereby leased, from and against all taxes, assessments, mortgages, judgments and liens of every kind, and all claims for damages to person or property which are now a lien upon the said premises, or which now exist, or which may hereafter be presented as existing at or prior to the date hereof, against the said prem-

ises or against the said party of the first part, and from and against all loss, costs and damages on account thereof, and to pay the same.

3. And the said party of the second part agrees to protect and hold harmless and indemnified the said party of the first part and said premises so leased from and against all taxes, assessments, imposts, or liens which may be levied, assessed or imposed upon said premises hereby leased, or any part thereof, from and after the date hereof and during the continuance of this lease, and from and against all claims for damages to persons or property, and from all claims or judgments arising out of the use or occupancy of said premises during this lease; and from any damage to persons or property in consequence of the construction or operation of any connecting or side-track in or near the city of ———, and from and against all loss, costs and damages arising therefrom, and to pay the same.

4. The party of the first part hereby covenants and agrees that while the said party of the second part shall pay the rents herein reserved, and perform the conditions, and covenants of this lease on its part to be kept and performed, the said party of the second part, its successors and assigns, shall have and enjoy peaceable possession of the said premises and every part thereof: and the said party of the first part expressly covenants and agrees that should the possession of the said leased branch railroad, premises and appurtenances be taken from the possession of the party of the second part by any lien, mortgage, judgment or any legal or equitable cause existing or arising prior to the taking possession of said leased branch railroad herein described, then all rent is to cease, and to be determined during the entire period of time that the party of the second part is kept out of possession of said leased premises. And the party of the first part agrees to pay all costs and legal expenditures in defending any and all suits brought for the recovery of the possession of said leased branch railroad from the party of the second part under any claim, judgment, or causes of action existing or arising prior to the execution of this lease, and the delivery of possession of the same to the party of the second part.

5. And the party of the second part, for and in consideration of the above mentioned agreement to interchange traffic and in consideration of this lease, for itself, its successors and assigns, covenants and agrees to and with the said party of the first part to pay to the party of the first part in each and every year during the continuance of said lease the sum of ——— dollars lawful money of the United States of America, payable semi-annually, on the first days of ——— and ———, said rental to commence from and after the first day of ———, A. D. 19—, the said party of the second part to be at liberty

however, to enter upon and use said demised premises at any time after the date hereof; provided that if said rent or any part thereof shall be unpaid when due as herein provided, and shall so remain for the period of —— days, on the part of the party of the second part, it shall be lawful for the party of the first part, at its option, to re-enter and remove all persons from the demised premises and repossess and enjoy the same; and to collect the rent due up to the date of such repossession. And the party of the second part further covenants to surrender and yield up the demised premises to the party of the first part or its successors in reasonable condition and repair, considering their present condition.

6. It is further mutually understood, stipulated and agreed, by and between the parties hereto, and the party of the first part, in consideration of the premises and of the sum of one dollar to it in hand paid, the receipt whereof is hereby acknowledged, hereby agrees that the said party of the second part shall be at liberty and shall have the right at any time during the continuance of this lease to purchase the said road, franchises and property hereby leased, for the sum of —— dollars lawful money of the United States of America.

7. This agreement shall bind the several parties hereto and their successors.

In testimony whereof, the parties hereto have caused these presents to be signed by their presidents and countersigned by their secretaries, respectively, and their respective corporate seals to be hereunto affixed, the day and year first above written; pursuant to authority of their respective boards of directors heretofore obtained. (Signed.)

See § 2480 et seq.

ARTICLE ELEVEN.

MORTGAGES AND TRUST DEEDS.

FORM 711.

Mortgages to Secure Bonds.

This mortgage made the 25th day of March, A. D. 1910, by the Hot Air Stove Company of the city of Indianapolis, county of Marion, state of Indiana, party of the first part, hereinafter called the mortgagor, unto The Union Trust Company of the city of Indianapolis, county of Marion, state of Indiana, trustee for those holding the obligation secured by this instrument, party of the second part, hereinafter called the mortgagee.

Witnesseth, that said mortgagor in consideration of the sum of ——— dollars, the receipt of which is hereby acknowledged, and for the purpose of securing the repayment of said sums with interest, as hereinafter provided, and the performance of the covenants hereinafter contained, hereby mortgages and warrants unto the said mortgagee, assigns or successors in this trust, and their successors, the lands, premises and property situated in the city of Indianapolis, county of Marion and state of Indiana, described as follows: (here describe), together with all and singular the hereditaments and appurtenances belonging to said mortgagor, and situated on the above described premises, and all that may hereafter be put thereon or attached thereto in any way or form.

Provided always, and these presents are upon the express condition, that whereas the said Hot Air Stove Company mortgagor, has executed bonds of the denomination of \$1,000 each with coupons for the semi-annual interest thereon at the rate of 5 per cent per annum, bearing even date herewith, and delivered the same to the mortgagee, the principal sum of which said bonds is payable on the ——— day of ———, A. D. ———, and the interest thereon is payable on the ——— days of ——— and ——— in each and every year hereafter until the said principal sum shall be paid according to the tenor and effect of said bonds and coupon interest notes, and which said principal and interest is payable at ———, if said mortgagor shall pay or cause to be paid said bonds and the interest thereon as above provided, and shall keep

and perform the covenants and agreements herein contained by ——— to be performed, then these presents and said bonds shall cease and shall be null and void. And the said Hot Air Stove Company, mortgagor for itself, successors and assigns, hereby covenants with said mortgagee, its legal representatives and assigns, as follows:

First, said mortgagor will pay to said mortgagee its legal representative and assigns, the said sum of ——— dollars with interest thereon at the rate of ——— per cent per annum, payable ——— annually, until the full payment of said principal sum according to the terms of said bonds aforementioned, and will pay interest at the rate of ——— per cent per annum, semi-annually upon all overdue interest or principal from the time of its maturity.

Second. The said mortgagor within forty days after same shall become due and payable, will pay all taxes and assessments, rates and charges, and all labor, mechanics or other liens of every name and nature which shall be levied or imposed upon said property, or upon or on account of this mortgage or the indebtedness secured hereby or upon the interest or estate in said property represented by this mortgage, whether levied or imposed against the said mortgagor and the mortgagor hereby waives any and all claim or right against said mortgagee, its legal representatives or assigns or ——— successors in this trust, to any payments or rebate on or offset against the interest or principal of said indebtedness by reason of the payment of any of said taxes, assessments, rates, charges, or labor or mechanics' liens. Provided, however, that if the sum of interest due under this mortgage in any one year, plus the taxes levied upon or on account of said mortgage in the same year shall exceed the rate of interest allowed by law to be stipulated therefor, that such excess of taxes shall be paid by said trustee and the party of the first part shall in no case be liable therefor.

Third. That the said mortgagor will keep all destructible property described in this mortgage or situated upon the lands described in this mortgage insured against loss and damage by fire in responsible insurance companies approved by the mortgagee, to an amount not less than ——— dollars, and pay the premiums therefor. All loss in the policies for said insurance to be payable to the said mortgagee as ——— interest, created by this mortgage may appear, and will deliver the said policies, as soon as issued to said mortgagee.

Fourth. If said mortgagor makes default in the payment of any of the aforesaid taxes, assessments, rates and charges, or labor, mechanic or other liens, or in procuring and maintaining insurance as above covenanted, said mortgagee, its representatives or assigns may

pay such taxes, assessments, rates and charges or labor, mechanics' or other liens and effect such insurance and the sum so paid shall be a further lien on the aforesaid premises and property under this mortgage, prior and superior to said bonds and coupons and payable forthwith, with interest at the rate of 5 per cent per annum.

Fifth. Should default be made in the payment of any instalment of principal maturing hereon before the whole thereof becomes due or of any instalment of interest when the same becomes due and payable or of any taxes, assessments, rates and charges or of any labor, mechanics' or other liens or of any premiums for insurance, or any part thereof, when the same are payable as above provided, and should the same or any part thereof remain unpaid for a period of thirty days, then and from thenceforth, the aforesaid principal sum with all arrearages of interest, shall at the option of said mortgagee, its legal representatives or assigns, become due and be payable therefrom and thereafter, although the period above limited for the payment of the same shall not then have expired, anything hereinbefore or in said bonds contained to the contrary thereof in any wise notwithstanding.

Sixth. All the aforesaid covenants shall run with the land.

Seventh. That upon default being made in the payment of principal or interest hereon, or of any part thereof at the time the same becomes due and payable according to the terms hereof, the said mortgagee, its legal representative or assigns are hereby authorized and empowered to grant, bargain, and sell, release and convey the said premises, property and appurtenances at public vendue, and to execute and deliver to the purchaser or purchasers at such sale good and sufficient deeds and conveyances in law pursuant to the statute in such case made and provided, rendering any surplus moneys after payment of the moneys due hereon, the attorney fee provided by law and the costs and charges of said vendue and sale to the said mortgagor, its legal representatives or assigns.

In witness whereof, the said mortgagor has hereunto set its hand and seal the day and year first above written.

THE HOT AIR STOVE COMPANY,
By JOHN JONES, President.

(Seal.)

Attest:

JAMES BROWN, Secretary.

STATE OF INDIANA, COUNTY OF MARION, ss:

Personally appeared before me, Richard V. Sipe, a notary public in and for said county and state, the above-named The Hot Air Stove Company, by its president, John Jones, and acknowledged the execution of the above and foregoing mortgage.

Witness my hand and notarial seal this 25th day of March, A. D. 1910. RICHARD V. SIPE, Notary Public.

(Seal.)

See §§ 2527 et seq., 2560 et seq., 2570 et seq., 2580 et seq., 2585 et seq. And see § 1870.

FORM 712.

Trust Deed or Mortgage Securing Bond.

This indenture, made this 1st day of January, A. D. 1910, by and between the Atlantic Bridge Company, a stock corporation duly organized and existing under and by virtue of the state of New Jersey, located and having its principal office in the city of Trenton, county of Hudson, state of New Jersey, party of the first part, and the Consolidated Trust Company, as trustee, for the purposes hereinafter set forth, party of the second part,

Witnesseth, whereas the said party of the first part desires to raise money for the purpose of discharging or paying certain debts against said corporation, heretofore necessarily incurred in its business, and to borrow money for the transaction of its business and for the exercise of its corporate rights, privileges and franchises, and for other lawful purposes has, by a resolution of its board of directors, authorized the making and issuing of its negotiable coupon bonds, each of the denomination of \$1,000, numbered consecutively from 1 to 10, and all its registered bonds, of the denomination of \$5,000, numbered consecutively from 11 to 15, such coupon and registered bonds to amount in the aggregate to \$35,000, and to bear date on ——— day of ———, 1910, payable ——— years from date in gold coin of the United States of the present standard of weight and fineness and bearing interest at the rate of 5 per cent per annum, payable in like gold coin semi-annually on the first days of January and July of each year; and

Whereas, All of said bonds are to be sealed with the corporate seal of said Atlantic Bridge Company, signed by its president and secretary, with the certificate of the trustee hereunder endorsed thereon, and each of said coupon bonds to have interest coupons attached, which said bonds, coupons and certificates are all to be substantially of the following tenor, to wit: (Here insert bonds, coupons and certificate.)

And whereas the written consent of the stockholders owning at least three-fourths of the stock of said Atlantic Bridge Company has been given to the execution of this mortgage and deed of trust and to the issue and execution of said bonds, and a certificate under the seal of said Atlantic Bridge Company, that such consent was so given, sub-

scribed and acknowledged by said company by its president and secretary has been filed and recorded in the office of ——— (or with the consent of the stockholders so authorized, given as the case may be), and whereas, at a meeting duly called for that purpose, this mortgage and deed of trust was submitted to the board of directors of the Atlantic Bridge Company, and it was then and there duly resolved that this mortgage or deed of trust be executed by the president of said Atlantic Bridge Company, in its name and on its behalf, and that the corporate seal of said company be hereunto affixed and attested by the secretary and that this mortgage and deed of trust be duly delivered on behalf of said company to the Consolidated Trust Company trustee herein named.

Now, therefore, this indenture witnesseth, That, in order to secure payment of the principal and interest of the bonds aforesaid at any time outstanding according to their tenor and effect, and the fulfillment of the conditions and covenants hereinafter contained, and irrespective of their time of issue and for and in consideration of the purchase and acceptance of said bonds by the holders thereof, and of the sum of one dollar to it duly paid by the trustee, party of the second part, at or before the ensealing of these presents, the receipt whereof is hereby acknowledged the ——— company, party of the first part, has granted, bargained, sold, aliened, remised, conveyed and confirmed, assigned, transferred and set over, and by these presents does grant, bargain and sell, alien, remise, convey and confirm, assign, transfer and set over, unto the said trustee, the party of the second part, and to his successor or successors, forever, all and singular the following described properties: (Insert description.)

Together with all and singular the tenements, hereditaments and appurtenances belonging to the property hereby conveyed, or in anywise thereto appertaining, and the reversions, remainders, tolls, incomes, rents, issues and profits thereof; and also all the estate, right, title, interest, property, possession, claim and demand whatsoever, as well in law as in equity, of the party of the first part of, in and to the same, and any and every part thereof, with the appurtenances; and also all and every other estate, right, title, and interest, property and appurtenances which the said party of the first part may hereafter acquire.

To have and to hold the said above described premises, property, rights, franchises and appurtenances, unto the said party of the second part and his lawful successor or successors, forever.

But in trust, nevertheless, for the benefit, security and protection of the persons and corporations, firms and partnerships who may be or

become holders of the aforesaid bonds and interest coupons, or any or either of them, and for enforcing the payment thereof, when payable, according to the true intent and meaning of the stipulations of this mortgage or deed of trust, and of said bonds and said interest coupons, and without preference, priority or distinction as to lien or otherwise of any of said bonds over any of the others, by reason of priority in the time of the issue or negotiation thereof or otherwise; provided, however, and these presents are upon the express condition, that if the party of the first part, its successors or assigns shall well and truly pay, or cause to be paid, unto the holders of the bonds to the issue hereunder, the principal and interest to become due thereon to said holders at the times and in the manner stipulated in said bonds and in said interest coupons according to the true intent and meaning thereof, and shall well and truly keep, observe and perform all and singular the covenants, promises and conditions in the said bonds hereby secured and in this indenture expressed to be kept, observed and performed by or on the part of the said party of the first part, then these presents and the estate and right thereby granted shall cease, determine and be void, otherwise to remain in full force. And it is hereby expressly covenanted and agreed, by and between the parties hereto, and the ——— company, for itself, its successors and assigns, doth hereby covenant and agree, and the trustees covenanting for himself, his successor or successors in the trust hereby created, with and on behalf of the respective persons, corporations, firms and partnerships, who shall hold any of said bonds or coupons, that the further trusts, uses, purposes, conditions and covenants upon which the said property and franchises hereby mortgaged and conveyed are to be held by the trustee and subject to which the said bonds secured hereby are to be issued and to be held by each and every holder thereof, are as follows, that is to say:

First. This mortgage or deed of trust is to be a continuing lien to secure the full and final payment of the principal and interest of all bonds which may from time to time be issued and negotiated under the same, but so that the total aggregate amount of said bonds so issued and negotiated shall not exceed ——— dollars and to be issued upon the terms and of the denomination, and to mature and become payable in the manner and at the place and time or times hereinbefore stated, with interest payable as so stated.

Second. The coupon bonds and registered bonds intended to be secured hereby shall, from time to time, be executed by the ——— company and delivered to the trustee, to be certified and delivered by him, and only such of said bonds as shall be so certified by the trustee, by

signing the certificate endorsed thereon, shall be secured by this mortgage or deed of trust or be entitled to any lien or benefit thereunder; and such certificate of the trustee shall be conclusive evidence that the bonds so certified have been duly issued hereunder and are entitled to the benefit of the trust hereby created.

Third. The ——— company covenants and agrees that it will fully and entirely pay off and satisfy the whole of said bonds to be issued hereunder, principal and interest, according to the terms thereof, without delay and without deduction from either said principal or interest for any taxes, assessments and governmental or other charges now or hereafter imposed upon the said bonds or any interest thereon, either by the United States, or by any state, county or municipal authority, which the ——— company may be required to deduct therefrom.

Fourth. Until default shall be made in the payment of the principal or interest of any of the bonds hereby secured, or any part thereof, as and when the same shall become due and payable, or in the performance or observance of any condition, covenant, agreement or requirement of said bonds or of this mortgage or deed of trust the trustee shall permit and suffer the ——— company, its successors and assigns to possess, operate and enjoy the real and personal property hereby mortgaged, with the appurtenances thereunto belonging, in any manner not inconsistent with these presents, and to receive and use the tolls, incomes, rents, issues and profits thereof.

Fifth. When and as the interest coupons annexed or to be annexed to the bonds secured hereby mature and are paid by the ——— company or by any person or corporation for it, or on its behalf, they shall be canceled. All coupons maturing before the delivery of bonds by the party of the second part shall be cut off and canceled by the party of the second part before the delivery of such bonds.

Sixth. The ——— company covenants and agrees that it shall and will, from time to time, pay and discharge, before the same shall fall into arrears, all taxes, water rates, assessments and governmental charges, and lawfully imposed upon the franchises and lands, and other hereby mortgaged premises, or upon any part thereof, the lien of which might or could be held to be superior to the lien hereof, and will pay and discharge all claims of every kind and nature which may hereafter become a lien upon the hereby mortgaged premises, or any part thereof, prior to the lien hereof, so that the priority of this mortgage may be duly preserved, and will keep said mortgaged premises in good order and repair and shall not, and will not, create or suffer to be created any mechanics', laborers', or other lien or charge whatsoever upon the mortgaged premises or any part thereof, which might or could

be prior to the lien of these presents, or to do or suffer any matter or thing whereby the lien of these presents might or could be impaired, until the bonds hereby secured, with all interest accrued thereon shall be fully paid and satisfied.

Seventh. The ——— company further covenants and agrees that it shall and will at all times, until said bonds, hereby secured, with all interest accrued thereon, shall be fully paid and satisfied, keep such parts of the said mortgaged premises or property as are liable to be destroyed or injured by fire, insured against loss by fire in some solvent fire insurance company or companies authorized to transact business in the state of New York, and approved by the trustee, to an amount equal to the insurable value of said property, payable in case of loss to the trustee; and all moneys collected from such insurance shall be held by the trustee for the further security of the bondholders hereunder until the ——— company hereunder shall, after the fire, have applied an equal sum of money to the reconstruction or repair of the part of the premises destroyed or injured, or to the erection of other permanent improvements upon such mortgaged premises; whereupon from such insurance moneys held by the trustee there shall be paid to the said ——— company, from time to time, an amount equal to the amount so applied by it after the fire, to such reconstruction, repair, or erection.

Eighth. The said ——— company shall and will, from time to time during the continuance of this trust and mortgage, make, execute and deliver all such further instruments and conveyances as may be necessary to vest in said trustee, and his successor or successors, the within described and all subsequently acquired property and rights of property to facilitate the execution of said trust.

Ninth. It is further covenanted and agreed that the personal property herein before described and hereby conveyed, or intended so to be, shall be real estate for all the purposes of this instrument, and shall be held and taken to be fixtures and appurtenances of the mortgaged premises, and as a part thereof, and are to be used and sold therewith and not separate therefrom, except as herein expressly provided.

Tenth. The said ——— company shall be permitted to alter, remove, sell or dispose of any buildings, fixtures, machinery or other appliances upon the mortgaged premises which cannot be advantageously used in the judicious operation and management of the business of said company, provided that no such sale shall be made if it exceeds the sum of ——— dollars, unless the written assent of the trustee shall have first been obtained, and provided always that the said ——— company shall, and it hereby agrees that in such case it will, replace any buildings, fixtures, machinery or other appliances removed, sold

or otherwise disposed of, by acquiring, subject to this mortgage, other real estate, or placing upon the mortgaged property, subject to this mortgage, other buildings, fixtures, machinery or other appliances equal in value to the value of the property so removed, sold, or otherwise disposed of, or by paying to the trustee the appraised value of such property, and any sum so received by the trustee shall, upon request of said ——— company, be invested in bonds secured by this mortgage, or in bonds, mortgages or securities authorized by law for the investment of funds of savings banks in the state of New York, which bonds, mortgages or securities shall be held for the further security of the bonds secured by this mortgage; but until default in the payment of the principal or interest of the bonds, secured hereby, or some parts thereof, interest and income of said bonds, mortgages or securities shall be paid to the ——— company.

Eleventh. In case default shall be made in the payment of any interest on any of said bonds, secured hereby, as and when such interest shall become due and secured, such default shall continue for ——— months, or in case default shall be made in the payment of the principal of any of said bonds, when the same shall mature or otherwise become payable, then, and in every such case, the trustee may, and upon the request of the holders of ——— in interest of the bonds hereby secured and then outstanding, by an instrument or concurrent instruments in writing, signed by them or by their attorneys in fact duly authorized for that purpose, shall, with or without entry, sell all the premises, estate, property, rights and franchises hereby conveyed, or so intended to be, at public auction at ———, or other suitable place in the city of ———, after giving notice of such sale as required by law, and also notice by publication in at least two newspapers published in ———, at least once a week for ——— consecutive weeks next preceding such sale, and from time to time to adjourn such sale or sales in his discretion, and without further notice to hold such adjourned sale or sales, and upon any sale or sales hereunder to make and deliver to the purchaser and purchasers of the premises, estate, property, rights and franchises so sold, a good and sufficient deed or deeds for the same, which sale shall be a perpetual bar both in law and in equity, against the said ——— company, and all persons and corporations lawfully claiming, or to claim by, to or under it, and, upon the making of any such sale, the principal of all the bonds hereby secured and then outstanding shall forthwith become due and payable, anything in said bonds to the contrary notwithstanding, and upon the making of any such sale, trustee shall apply the proceeds thereof as follows, to wit:

1. To the payment of the costs and expenses of such sale or sales, including a reasonable compensation to such trustee, his agents, attorneys, and counsel, and all expenses, liabilities and advances made and incurred by such trustee in managing and maintaining the property hereby conveyed, or intended to be, and all taxes and assessments superior to the lien of these presents.

2. To the payment of the whole amount of principal and interest which shall then be owing or unpaid upon the bonds secured hereby, without any preference or priority whatever, whether the said principal by the tenor of said bonds, be then due or yet to become due; and in case of the insufficiency of such proceeds to pay in full the whole amount of such principal and interest owing and unpaid upon the said bonds, then to the payment of such principal and interest pro rata without preference or priority, but ratably, to the aggregate amount of such principal and accrued and unpaid interest.

3. To pay over the surplus, if any, to whomsoever may be lawfully entitled to receive the same.

Twelfth. It is further declared and agreed that the receipt of the trustee, who shall make the sale, hereinbefore authorized, shall be a sufficient discharge to the purchaser or purchasers at such sale for his or their purchase money; and such purchaser or purchasers, his or their heirs or assigns, or personal representatives, shall not, after paying such purchase money and receiving such receipt of the trustee therefor, be obliged to see to the application of such purchase money upon or for the trust or purposes of these presents, or be in any wise answerable for any loss, misapplication or non-application of such purchase money by the trustee.

Thirteenth. In case default shall be made in the payment of the principal or interest of any of said bonds, when the same shall become due and payable, or in the observance or performance of any covenant or condition in said bonds herein contained on the part of the party of the first part, and such default shall continue for ——— months, it shall be the duty of, and it is hereby made obligatory upon the trustee, upon the request in writing of holders of ——— in interest of said bonds hereby secured and then outstanding, and upon proper indemnification, to proceed forthwith to enforce the rights of said trustee and of the bondholders hereunder by sale or entry, or both, according to such requisition, or by judicial proceedings for such purpose, as he, being advised by counsel learned in the law, shall deem most expedient in the interest of the holders of the bonds secured hereby.

Fourteenth. The several remedies granted hereunder shall be cumu-

lative and not exclusive one of the other, and shall be in addition to all other remedies to enforce the lien of these presents.

Fifteenth. In case of any default on its part, as aforesaid, the party of the first part shall not, and will not, apply for or avail itself of any appraisement, valuations, pay, extension or redemption laws, now existing, or which may hereafter be passed, in order to prevent or hinder the enforcement of foreclosure of this mortgage or the absolute sale of the premises hereby granted free from any right of redemption, or the final and absolute putting into possession thereof immediately after such sale the purchaser or purchasers thereof, but hereby waives the benefits of all such laws.

Sixteenth. Upon the filing of a bill in equity or other commencement of judicial proceedings to enforce the rights of the trustee or of the bondholders under these presents, the said trustee shall be entitled, as a matter of right, to the appointment of a receiver or receivers of the property hereby mortgaged, and of the earnings, income, rents, issues and profits thereof, pending such proceedings.

Seventeenth. Upon payment, when due, of all the principal and interest of all the bonds which shall have been issued hereunder, trustees shall, upon the written request of the ——— company enter satisfaction of this mortgage upon the records, and shall do, make, execute and deliver such deeds, acts, instruments or assurances as may be necessary to vest all the mortgaged premises and property in the said ——— company, its successors and assigns, free and discharged from the lien of these presents.

Eighteenth. It is covenanted and agreed that the trustee shall not be answerable for anything except gross negligence or wilful misconduct in the discharge of his duties. And it is further covenanted and agreed that the trustee may resign and discharge himself of the trust hereby created by notice in writing to the ——— company, to be given at least ——— months before such resignation shall take effect. And whenever notice of such resignation is so given, or a vacancy in office of trustee hereunder shall occur, a new trustee shall be appointed as follows:

The ——— company covenants and agrees that it will pay to the trustee hereunder his reasonable fees and expenses in the execution of the trusts hereby created.

Lastly. The trustee, party of the second part, hereby accepts the trust hereby created and covenants faithfully to execute the same.

In witness whereof, the party of the first part has caused these presents to be signed by its president, and its corporate seal to be hereunto affixed and attested by its secretary; and the party of the second part,

in token of his acceptance of the trust and obligations hereby imposed upon him, has signed and sealed the same, the day and year first herein witnessed.

(Seal.)

Attest:

THE ATLANTIC BRIDGE COMPANY,

By JOHN SMITH, President

JAMES GOMPERS, Secretary.

THE CONSOLIDATED TRUST COMPANY,

By JOHN ROCKEFELLER, President

Attest:

GUY BARKER, Secretary.

STATE OF NEW JERSEY, COUNTY OF HUDSON, ss:

On the 1st day of January, A. D. 1910, before me personally came John Smith, to me known, who, being by me duly sworn, did depose and say that he resides in Jersey City, State of New Jersey; that he is the president of the Atlantic Bridge Company, the corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by the order of the board of directors of said corporation, and that he signed his name thereto by like order.

Witness my hand and notarial seal.

Hudson County, N. J.

RICHARD V. SIPE, Notary Public.

(If such corporation have no seal that fact must be stated in place of the statements required respecting the seal.)

(Add acknowledgment of trustee.)

See §§ 2525 et seq., 2570 et seq., 2580 et seq. See also, § 1870.

FORM 713.

Stockholders' Consent to Mortgage.

We, the undersigned stockholders, owners of two-thirds and more of the authorized capital stock of the ——— company, do hereby consent to the execution and delivery by said corporation of a mortgage upon all its property and franchises to ———, as trustee, to secure the payment of the bonds of said corporation to the amount of ——— dollars.

In witness whereof, etc.

(Signed and acknowledged.)

§§ 2563-2566.

FORM 714.

Stockholders' Consent to Mortgage.

We, the undersigned stockholders, owners of all of the authorized capital stock in the ——— company, do hereby give our consent, and do hereby consent, that the board of directors of this company may

mortgage all the property and franchises of the company to the Union Trust Company, as trustee, to secure the payment of the bonds of this company authorized by the said board of directors, to the amount of _____ dollars.

In witness whereof, etc.

(Signed and acknowledged.)

§§ 2566-2569.

FORM 715.

Stockholders' Consent to Mortgage.

We, the undersigned, stockholders of the _____ company, a stock corporation organized and existing under and by virtue of the laws of the state of New York, and having a capital stock of _____ dollars, divided into _____ shares of the par value of _____ dollars each, and as owners of at least two-thirds of the authorized and issued capital stock of said corporation, do hereby consent that said corporation may, by its board of directors, make, execute and deliver a mortgage or deed of trust constituting a first lien upon all its property and franchises to the Union Trust Company, as trustee, said mortgage or deed of trust to be dated on the _____ day of _____, 1910, and for the sum of not exceeding _____ dollars, and conditioned as security for the payment of _____ dollars in bonds to be issued by said _____ company, as follows, to wit:

_____ bonds of \$1000 are numbered from 1 to 10 inclusive; and 5 bonds of \$5000 each are numbered from 11 to 15 inclusive. Said bonds to bear even date with such mortgage or trust deed, and to be due and payable as follows: (Here state.) And to bear interest from date until the maturity thereof, at the rate of 5 per cent per annum, payable semi-annually on the 1st day of January and the 1st day of July of each year.

In witness whereof, we have hereunto set our hands and the number of shares of stock owned by each of us in said corporation.

Names.	Dated.	No. of Shares.
_____	_____	_____
_____	_____	_____
_____	_____	_____

(Signed and acknowledged.)

§§ 2563-2569.

FORM 716.

Stockholders' Consent to Mortgage—Stockholders' Meeting.

Minutes of a special meeting of the stockholders of the _____ company, held at the office of the company at 200 Main street, on the

—— day of ——, 1910, at 2 o'clock P. M., for the purpose of considering a proposition to borrow money and for obtaining the consent of the stockholders to mortgage the property and franchises of this company, pursuant to notice.

The meeting having been called to order, A B was selected as chairman and E F as secretary of the meeting. Thereupon, on request, the secretary called the roll, and the following named persons, owners of the number of shares of the capital stock set opposite their respective names, were present.

Names.	No. of Shares.
_____	_____
_____	_____
_____	_____

The chairman then stated the object of the meeting to be considered was the question of borrowing money for the corporation and to obtain the consent of the stockholders owning three-fourths of the capital stock of the company to consent to the execution of a mortgage upon all property and franchises of the corporation to secure such loan. He further announced that due notice had been given to each stockholder of the time and place and purpose of the meeting, and that proof of the service of such notice had been duly and properly made. The secretary, on request, then read the notice and proof of service thereof, which notice and proof of service is as follows: (Here set out.)

Thereupon L M endorsed the following preamble and resolution for consideration:

Whereas, This corporation is now indebted to various persons in the aggregate in the sum of —— dollars; and

Whereas, This corporation has not the means and money on hand with which to pay such indebtedness, but has ample property by which to secure the same; and

Whereas, The board of trustees of this company has arranged for a loan for such sum, and an amount sufficient to pay the present indebtedness of this company, which can be obtained by mortgaging or executing a trust deed for the property of this company; and

Whereas, The board of trustees has asked the consent of the stockholders of this company, or of those owning three-fourths of the authorized capital stock thereof, for the execution of a mortgage or trust deed securing such loan.

Therefore, be it resolved, That we, the stockholders and holders and owners of more than three-fourths of the authorized capital stock of said corporation, do hereby consent that the directors of this corporation may execute a mortgage or a trust deed for all the property of

this corporation to secure any form of indebtedness that such directors may decide upon, and which they may deem advisable, or which may be required by the person or corporation from whom the board obtains such loan.

On motion for the adoption of said resolution the owners of ——— shares of the capital stock cast ——— votes representing ——— shares of stock for the adoption of said resolution, and no votes being cast against the adoption of said resolution, the same was declared unanimously adopted, and that the stockholders owning more than three-fourths of the stock of this company consented to the execution of a mortgage or deed of trust for the corporate property to secure said loan.

It was further ordered that the secretary certify the minutes of this meeting to the board of directors.

On motion the meeting was adjourned.

§ 2566.

FORM 717.

Stockholders' Consent to Mortgage—Certificate.

We, A B, president, and E F, secretary, of the ——— corporation, hereby certify that on the ——— day of ———, 1910, at a special meeting of the stockholders of this company, the following proceedings were had, as shown by the minutes and records of such stockholders' meeting: (Here copy minutes, including notice, proof, resolution and vote.)

We further hereby certify that the above is a full, true and complete copy of the minutes of such meeting and of the resolution considered, and the vote adopting the same.

In witness whereof, the said ——— company has caused this certificate to be subscribed and acknowledged by its president and by its secretary and its corporate seal to be hereunto affixed this ——— day of ———, 1910.

(Seal.)

——— Company.

A D, President.

E F, Secretary.

STATE OF ———, COUNTY OF ———, ss:

On this ——— day of ———, A. D. 1910, before me personally came A B and E F, to me known, who, being by me duly severally sworn, did depose and say, each for himself, that the said A B resides in the city of ———, state of ———, and that said E F resides in the city of ———, state of ———; that the said A B is the president of the ——— company and the said E F is the secretary of the ——— company, the corporation described in and which executed the above

instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the board of directors of said corporation, and that he signed his name thereto by like order. _____, Notary Public.

STATE OF _____, COUNTY OF _____, ss:

On this _____ day of _____, 1910, before me personally came A B and E F, to me known and known to me to be the persons described in and who made and signed the foregoing certificate, and severally duly acknowledged to me that they made, signed and executed the same for the uses and purposes therein set forth.

_____, Notary Public.

ARTICLE TWELVE.

UNDERWRITING AGREEMENTS.

FORM 718.

Underwriting Agreement.

This agreement made this _____ day of _____ by and between the parties hereinafter named witnesseth:

Whereas, _____ (herein called promoter), proposes to organize a corporation under the laws of the state of _____, to be known as the _____ company (herein called the corporation), for the purpose of acquiring the stock, property and plants, and taking over and consolidating the business of companies engaged in _____, named and located as follows:

And which corporation shall have a capital stock of _____ dollars, consisting of _____ shares of _____ per cent preferred (as to capital and cumulative as to dividends) and _____ shares of common stock; and,

Whereas, Said promoter has obtained options for the purchase of all of said property of said companies, at certain prices, to be paid for partly in cash and partly in preferred and common stock of said corporation; and,

Whereas, It will be necessary to provide at least _____ dollars in cash in order to complete said purchases and provide the necessary working capital for said corporation; and,

Whereas, It is deemed desirable to form a syndicate for the purpose of furnishing the cash required as above set forth, by underwriting and guaranteeing a subscription to the preferred stock of such corporation at its par value, which syndicate shall be composed of those who subscribe hereto as provided herein, and which syndicate shall be represented by the _____ bank of _____ as managers of such syndicate; and,

Whereas, Such syndicate for so underwriting, guaranteeing and furnishing the amount of cash hereinbefore specified, is to receive as a

commission therefor from said promoter, ——— dollars of preferred, and ——— dollars common stock, both fully paid up and non-assessable, which commission, after paying the fees of the ——— bank above named, is to be divided among the undersigned subscribers in proportion to their subscriptions.

Now, therefore, in consideration of the premises, the undersigned subscribers, each desiring to become a member of such syndicate, and for himself severally and not jointly, to underwrite and guarantee the purchase and payment of said stock to the extent of his subscription hereto.

It is hereby agreed upon the consideration herein contained, and ——— dollars by each paid to the other between said subscribers, said bank on behalf of such syndicate and said promoter, as follows:

That the undersigned subscribers, each for himself, and not jointly, does hereby subscribe for so much of the preferred stock of said corporation as is set opposite his name, upon the terms herein stated, and does hereby agree to pay to said bank in cash the full face value thereof upon ——— days' notice; when payment is so made, said bank shall issue negotiable receipts therefor, and when ready receive the same in exchange for certificates of stock in said corporation.

With each share of preferred stock subscribed and paid for each subscriber shall receive one full paid share of common stock of said corporation.

This agreement shall not become obligatory upon any of the parties hereto unless and until preferred stock to the amount of ——— dollars is underwritten according to the terms hereof, but shall immediately become operative when such amount is so subscribed; said bank shall mail notice of this fact to said subscribers. Said bank shall also have power to enforce this agreement either by suit upon such subscriptions or by forfeiture of all payments made by parties in default, and may deprive the same of any right to participate in the benefits of this agreement.

It is further agreed that upon delivery by said promoter, or any one for him of the certificates of stock in said corporation to said bank, the latter is hereby authorized immediately to pay over to said promoter, or as he shall direct, the cash paid in by the subscribers hereto, and said promoter or said corporation shall in no way be or become responsible for the proper distribution of such shares to the subscribers hereto by said bank.

If, for any reason, said promoter shall abandon the project of organizing said corporation, and shall so notify said bank, then this agree-

ment in all its parts shall become inoperative and all sums paid by said subscribers shall be returned to them.

		_____, Promoter.
		_____, Bank.
Names.	Subscribers' Address.	No. Shares Pfd. Stock.
_____	_____	_____
_____	_____	_____
_____	_____	_____

See § 3441.

FORM 719.

Underwriting Agreement.

THE GLOBE TELEGRAPH COMPANY.

A corporation to be organized in the state of New Jersey, or in such other state as may be agreed upon, under the name "Globe Telegraph Company," or such other name as may be adopted therefor, to acquire all United States patents for the Alwyn System of Rapid Telegraphy, to build and operate telegraph lines, etc.

Capital Stock.....\$15,000,000

Common\$8,000,000

Preferred 7,000,000

Six Per Cent, Non-Cumulative, Voting.

Stock Full Paid and Non-Assessable.

Shares \$100.

In Treasury of Company.....\$12,000,000

Preferred\$7,000,000

Common 5,000,000

Withdrawn from Public Issue under Contract with Vendors:

Common Stock.....\$3,000,000

To raise funds for the purposes of the company \$6,000,000 of preferred stock, with a bonus of \$3,000,000 of common stock, is now offered for underwriting as set forth below, leaving in the treasury of the company \$1,000,000 of preferred stock and \$2,000,000 of common stock.

UNDERWRITING AGREEMENT.

We, the undersigned, each for himself, agree with the Standard Trust Company, of New York City, for itself and for the Globe Telegraph Company, and to and with each other, to subscribe to, receive and pay for the amount of 6 per cent, non-cumulative, preferred stock of the Globe Telegraph Company, set opposite our respective signatures hereto, at the price of \$95 for each \$100 share; 25 per cent to be paid

on allotment and the balance upon call of the said Standard Trust Company; but no call to be made until after four months from date of allotment and no single call to be for more than 25 per cent; thirty days' notice to be given prior to any call and the interval between calls to be not less than three months.

We further agree to receive and pay for any smaller amount than that subscribed for, which may be allotted to us respectively.

The conditions of this underwriting agreement are as follows:

(1) That this agreement shall not be binding until at least \$2,000,-000 face value of said preferred stock shall have been underwritten hereunder and the subscribers hereunto formally notified by the said Standard Trust Company.

(2) That any underwriter shall have the option of withdrawing from the public offering hereinafter provided for any of the preferred stock hereby underwritten by him, provided that he notify the Standard Trust Company in writing, not less than ten days prior to the date fixed for said public offering, that he elects to so withdraw said preferred stock, and the stock so withdrawn shall be paid for as hereinbefore set forth.

(3) That within such reasonable time as shall be fixed by the said Standard Trust Company, the preferred stock hereby underwritten, less any amount withdrawn by the underwriters, shall be offered to the public through such banker or bankers or brokers as shall be designated by the said Standard Trust Company, at such price in excess of \$95 per share, and with such bonus of common stock therewith, as may be agreed upon between the said Standard Trust Company and a majority in interest of the unwithdrawn stock hereby underwritten.

(4) That if the amount of preferred stock subscribed for upon such public offering, and paid for, shall be at least equal to the amount of preferred stock not withdrawn and offered to the public as above provided, then all liability under this agreement shall cease except as to stock withdrawn from public offering.

(5) That in case the preferred stock subscribed for upon said public offering, and paid for at the demanded price, shall be less than the total amount of the withdrawn preferred stock so offered, then upon demand of the said Standard Trust Company, such stock remaining unsubscribed or unpaid for shall be taken and paid for by the subscribers hereto at the rate of \$95 per share, and upon the terms hereinbefore set forth, in proportion to, but only up to the amounts of, their respective subscriptions not withdrawn from public offering.

(6) That from the proceeds of the withdrawn preferred stock, sold as aforeprovided at public sale, and paid for, such amount or

amounts shall be paid so soon as it may be done, to the underwriters of the stock so sold and paid for, as shall respectively and fully reimburse them for any installments paid by them upon said stock under the terms of this agreement.

(7) That each underwriter shall receive with each two shares of preferred stock withdrawn or paid for by him one share of common stock.

(8) That all proceeds in excess of \$95 per share, after deduction of all issue expenses, realized from the sale of preferred stock underwritten hereunder and sold at public offering as aforeprovided, and such portion of the common stock attaching as a bonus to the preferred stock underwritten hereunder, not given as a bonus to subscribers on public issue, or delivered with, or held for, preferred stock withdrawn, shall belong to the underwriters hereunder, and shall be delivered to them in proportion to their respective subscriptions not withdrawn from public offering.

(9) That stock withdrawn or paid for as hereinbefore provided shall be held by the Standard Trust Company until full payment be made therefor, and until delivery is made of the stock subscribed at public offering, when such withdrawn or paid-up stock shall be delivered to the owners thereof.

(10) That this agreement may be executed in separate instruments with the same force and effect and individual obligations as if all the signatures thereto were affixed to a single instrument.

And, whereas, to insure the proper establishment of the company's business, a voting trust is to be formed, to hold and vote the stock of the Globe Telegraph Company for a term of five years, and trustee's receipts are to be issued for the stock so held and voted;

Now, therefore, we, the undersigned, hereby respectively agree that we will accept and receive, in lieu of the stock hereby subscribed for, said trustees's receipts to the full amount of our respective subscriptions hereunder.

New York, January 10, 1910.

Name.	Address.	Shares.	Amount.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

See § 3441.

FORM 720.

Underwriting Agreement.

THE UNITED STATES SHIPBUILDING COMPANY.

A corporation to be organized under the laws of the state of New Jersey, either by that or some similar name, proposes to acquire the plants and equipment of the following concerns, or their capital stock, free from any liens:

THE UNION IRON WORKS.....San Francisco, California.
 THE BATH IRON WORKS, LIMITED, and
 THE HYDE WINDLASS COMPANY.....Bath, Maine.
 THE CRESCENT SHIP YARD, and
 THE SAMUEL L. MOORE & SONS' Co.....Elizabethport, New Jersey.
 THE EASTERN SHIPBUILDING COMPANY...New London, Connecticut.
 THE HARLAN & HOLLINGSWORTH Co.....Wilmington, Delaware.
 THE CANADA MANUFACTURING COMPANY.....Carteret, New Jersey.

UNDERWRITING AGREEMENT,

For \$9,000,000 series A first mortgage, five per cent sinking fund, gold bonds, due 1932, part of an authorized issue of \$16,000,000, bonds of \$1,000 each, \$5,500,000 being withdrawn from public issue for disposal under the vendor's and subscribers' contracts, and \$1,500,000 being reserved in the treasury of the company. Additional bonds may be issued only for the purpose of acquiring additional plants and equipment and for improvements and betterments, upon such terms and conditions as shall be approved by the holders of a majority of the bonds under the present issue outstanding at the time of such approval.

We, the undersigned, each for himself, with the Mercantile Trust Company for itself and for the United States Shipbuilding Company, and to and with each other, agree to subscribe to, receive and pay for the amount of five per cent first mortgage, sinking fund gold bonds of the United States Shipbuilding Company of one thousand dollars each, set opposite our respective signatures hereto, at the price of \$900 for each bond, 25 per cent to be paid upon allotment and the balance upon the demand of The Mercantile Trust Company.

We further agree to receive and pay for any smaller amount than that subscribed for which may be allotted to us respectively.

The conditions of this underwriting agreement are as follows:

(1) That this agreement shall not be binding upon the undersigned unless the entire amount of \$9,000,000 of bonds shall have been underwritten.

(2) That within such reasonable time as shall be fixed by The Mercantile Trust Company the said \$9,000,000 of bonds, less any amount withdrawn by the underwriters, as hereinafter set forth, will be offered to the public, through such banker or bankers as shall be designated by The Mercantile Trust Company, for subscription at not less than 95 per cent.

(3) With the consent of The Mercantile Trust Company, any other concern may be included in this combination, or others substituted therefor, provided the working efficiency or values are not lessened or impaired.

(4) That, if the amount of bonds subscribed and paid for upon such public issues shall be at least equal to the amount of bonds so offered to the public, then all liability under this agreement shall cease.

(5) That, in case the amount of bonds subscribed for upon such public offering shall be less than the total amount of bonds so offered to the public, or in case the bonds subscribed for upon such public issue shall not be paid for to an amount equal, at the rate of 95 per cent, to the total of such public offering, then such deficiency in subscriptions and payments will, upon the demand of The Mercantile Trust Company, be made good by the subscribers hereto in the manner aforesaid, pro rata in the proportion their subscriptions for bonds not withdrawn by them from public issue bear to the total amount of bonds so offered to the public.

(6) That each underwriter shall receive in preferred and common stock of the United States Shipbuilding Company 25 per cent of the par value of the bonds hereby underwritten in each kind of stock, and also that all the proceeds, not to exceed 5 per cent realized from the sale of the bonds at public issue in excess of 90 per cent, after deducting issue expenses, shall belong to the underwriters.

(7) That any underwriter shall have the option of withdrawing from the public issue any of the bonds hereby underwritten by him, provided that he notify The Mercantile Trust Company five days prior to the date fixed for the public issue, that he elects to purchase said bonds, provided that, in the proportion of the bonds so purchased, he waives his said right to participate in the cash proceeds realized from the public issue.

(8) That no underwriter shall sell or offer for sale the bonds so purchased, nor any of the bonus shares he receives until twelve months

after the date of payment, without the consent of The Mercantile Trust Company.

New York, April 19, 1902.

Names.	Addresses.	Bonds Underwritten.
_____	_____	_____
_____	_____	_____
_____	_____	_____

See § 3441.

FORM 721.

Underwriters' Agreement (Bonds).

We, the undersigned, each for himself, in consideration of the premises do hereby agree to and with each other, and with the _____ Trust Company, for itself and the _____ company, to subscribe to, receive and pay for the amount of _____ per cent first mortgage sinking fund, gold bonds of the _____ company of one thousand dollars each, set opposite our respective signatures hereto at the price of _____ dollars for each bond, _____ per cent of such price to be paid upon allotment and the balance upon demand of the _____ Trust Company.

We further agree to receive and pay for any smaller amount than that subscribed for which may be allotted to us respectively.

The conditions of this underwriting agreement are as follows:

1. That this agreement shall not be binding upon the undersigned unless the entire amount of _____ dollars of bonds shall have been underwritten.

2. That within _____ time, the said _____ dollars of bonds, less any amount withdrawn by the underwriters, as hereinafter set forth, shall be offered to the public through such bankers or brokers as shall be selected by said _____ trust company for subscription at not less than _____ per cent of the face value of said bonds.

3. By and with the consent of the _____ Trust Company, any other person or concern may be included in this combination or substituted for such _____ trust company, providing the working efficiency of this agreement or the values of said bonds are not lessened or impaired.

4. That if the amount of bonds subscribed and paid for upon such offer of sale to the public shall be at least equal to the amount of bonds so offered, then all liability under this agreement shall cease.

5. That, in case the amount of bonds subscribed for upon such offer to the public shall be less than the total amount of the bonds so offered to the public, or in case bonds subscribed for upon such offer to the public shall not be paid for, to an amount equal, at the rate of

95 per cent of the face value of such bonds, to the total amount of such amount so offered to the public, then such deficiency in subscriptions and payment shall upon demand of the ——— Trust Company, be made by the subscribers hereto in the manner aforesaid pro rata in the proportion their subscriptions for bonds not withdrawn by them from public issue, bear to the total amount of bonds so offered to the public.

6. That every underwriter shall receive in preferred and common stock of the ——— company, an amount of each kind of such preferred and common stock as shall be equal to 25 per cent of the par value of the bonds hereby underwritten by such underwriter, and that all the proceeds not to exceed 5 per cent realized from the sale of said bonds at public issue, in excess of 90 per cent, after deducting the issue expenses shall belong to the underwriter.

7. That any underwriter shall have the option of withdrawing from the public issue any of the bonds hereby underwritten by him, provided that he notify the ——— Trust Company, five days prior to the date fixed for public issue, that he elects to purchase said bonds. Provided, further, That in the proportion of the bonds so purchased, he waive his said right to participate in the cash proceeds realized from the public issue.

8. No underwriter shall sell or offer for sale the bonds so purchased by him, nor of the bonus stock he shall receive, until ——— months after the date in which he shall make payment for such bonds so purchased by him, without the consent of the ——— trust company.

Name.	Address.	Bonds.	Underwritten.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

See §§ 3430, 3441.

FORM 722.

Underwriters' Agreement (Stock).

We, the undersigned, each for himself, in consideration of the premises, do hereby agree to and with each other, and with the ——— Trust Company, to subscribe to, receive and pay for the amount of ——— (preferred or common stock, as the case may be) capital stock of the ——— company set opposite our respective signatures hereto at the price of ——— dollars for each share of the par value of ——— dollars; ——— per cent of the price per share hereby subscribed to be paid on allotment and the balance upon the call of the ———

Trust Company, no call to be made until —— after the date of allotment, and no one call to be for more than —— per cent, the said —— Trust Company to give the underwriter —— days' notice prior of any call and an interval of —— months to elapse between calls.

We further agree to receive and pay for any smaller amount than that subscribed for which may be allotted to us respectively.

The conditions of this underwriting agreement are as follows:

(For further conditions, use those set forth in Form No. 721, changing same to conform to stock issue instead of bonds.)

See §§ 3430, 3441.

ARTICLE THIRTEEN.

OPTION AGREEMENTS.

FORM 723.

Sale of Business and Property.

An agreement entered into this —— day of ——, 19—, by and between the —— company, a corporation duly organized under the laws of the state of ——, a party of the first part, and —— of ——, party of the second part.

For and in consideration of the sum of —— dollars paid said party of the first part, by the party of the second part, receipt whereof is hereby acknowledged, and for other good and valuable considerations, the said party of the first part does hereby agree to sell to said party of the second part, as a going concern, its entire business, factories and plant for the manufacture and sale of hubs and spokes, owned and operated by said party of the first part in the city of —— and county of ——, state of ——, including therewith all machinery, tools and other property and appurtenances thereunto belonging, together with all raw materials and manufactured products on hand, and all contracts relating to the purchase or sale of such materials and products; also the good will of said business and all trade marks, brands, patent rights, licenses and shop rights used therein and controlled by said party of the first part; excepting only moneys and bills and accounts receivable on hand at the time of sale; all of said property to be delivered free from all liens, charges, encumbrances, taxes and assessments, save and except for a certain mortgage upon the real property of the party of the first part, amounting to —— dollars, and now on record in the office of the county clerk of —— county.

The price to be paid for said property shall be an amount —— dollars in excess of the actual appraised value, at the time of purchase, of said real and personal property, exclusive of the good will, as above set forth, and such amount shall be paid in cash at the time of transfer, the aforementioned mortgage being assumed by the purchaser and accounted as a cash payment to the amount of said sum of —— dollars, and accrued interest thereon due at the time.

This option shall expire and be of no further effect on and after

the —— day of ——, 19—, unless prior thereto said party of the second part, or his assigns, shall, in writing, notify said party of the first part, of his or their intention to exercise the same, and shall at that time deposit in the —— bank —— dollars in cash as a guarantee of good faith and to apply upon the purchase of said property, and in such event, the party of the first part shall, within sixty days of such notice and deposit, transfer and convey said business and property by such deeds, conveyances and assignments and other instruments as may be necessary to vest the full right, title and interest in said business and property in said party of the second part or his assigns.

It is further understood and agreed that said party of the second part assumes no responsibility to purchase said property unless he or his assigns shall elect so to do by written notice and deposit in bank as aforeprovided, and that in case of assignment of this present instrument by said party of the second part all its provisions shall inure to the benefit of, and run in favor of, and be binding upon his assignee or assignees, in every respect as theretofore upon said party of the second part, and in case of such assignment said party of the second part shall be free from all liability hereunder.

In case of any disagreement as to the terms of this option or as to any matters connected with the exercise thereof, each party hereunto shall appoint an arbitrator, and the two so appointed shall appoint a third, and the three arbitrators so elected shall be empowered to finally decide all matters of disagreement.

In witness whereof, the —— company, party of the first part, has caused its corporate name to be hereunto signed by its president and its duly attested seal to be hereunto affixed by its secretary and the party of the second part has affixed his signature and seal, all on the day and year first above written.

(Corporate Seal.)

——, Company,
By ——, President.

Attest:

——, Secretary.

Witness signature of ——.

See § 2417 et seq.

FORM 724.

Sale of Capital Stock.

This agreement made and entered into this —— day of ——, by and between A B, party of the first part, and the —— Company of ——, party of the second part, witnesseth:

That whereas, the said party owns (or controls) the capital stock of the ——— company engaged in the business of ——— (here state) at the city of ———; and

Whereas, the said second party is engaged in the business of (here state) at the city of ———; and

Whereas, the said second party desires to purchase the business of the said ——— company, and the said first party desires to sell the said capital stock of said ——— company to the said second party and combine the business of the said company with that of the said second party.

Now, therefore, in consideration of the sum of ——— dollars paid the said first party by the said second party, the said first party for himself (and his associates) hereby agrees and binds himself to sell to said second party at any time on or before the ——— day of ———, 1910, the entire capital stock of the aforesaid ——— company, consisting of ——— shares of common stock of the par value of ——— dollars; and in consideration thereof the said second party hereby agrees to pay the said first party the sum of ——— dollars in cash and to issue to him ——— shares of its capital stock, the said sum to be paid and the said stock to be issued on the proper and sufficient transfer and assignment of the shares of stock in the said ——— company, and in further consideration of the said sale and assignment by the said first party of said capital stock of the said ——— company to the second party as aforesaid, the said second party hereby agrees and binds himself to employ as its ——— (officer, agent, superintendent or manager) the said first party for a term of not less than ——— years at an annual salary of not less than ——— dollars.

This option shall expire and this agreement terminate on the ——— day of ———, 1910, if the said party of the first part shall not on or before said day tender to the said second party a good and sufficient transfer and assignment of all the capital stock of said ——— company; and if the said second party shall fail or refuse at said time or on the tender of such transfer and assignment by said first party of the stock of said ——— company, then the said second party shall forfeit the said sum of ——— dollars so paid to said first party and shall have no recourse whatever on said first party for said sum of money so paid.

It is further agreed that on the failure of either party to fulfill his or its said agreement as hereinbefore stated, that neither party hereto shall be liable in any way under or by reason of this agreement, except, however, that if the said stock is assigned by said first party as aforesaid and said money paid and said stock issued by said second party to

said first party as aforesaid, the said second party may be liable under this agreement to said first party if it fails to employ him as such ——— as hereinbefore stipulated.

In witness whereof, the said parties have hereunto affixed their respective signatures and seals the days and year aforesaid.

See §§ 4055 et seq., 6035 et seq.

FORM 725.

Sale of Corporate Plant and Property.

This agreement, made this ——— day of ———, 19—, by and between the ——— company of the city of ———, state of ———, party of the first part, and ———, of the city of ———, state of ———, party of the second part, witnesseth:

That for and in consideration of the sum of one dollar and of other good and sufficient considerations paid the party of the first part by the party of the second part, the receipt whereof is hereby acknowledged, the said party of the first part does hereby agree and bind itself as follows:

First. At any time on or before the ——— day of ———, 19—, it will, on demand of the said party of the second part, sell, convey, transfer and deliver to the said party of the second part or his assigns, on the terms and for the considerations hereinafter set forth, all and singular, the following described property, to wit:

All of the real estate, buildings, improvements, plant, factory, machinery, tools, appliances and appurtenances now belonging to the said party of the first part and located at ———, in the county of ——— and state of ———, including therewith all property, machinery, materials and supplies of every kind belonging to said party of the first part which may now be on said property or employed in connection therewith or in the conduct of the business of the party of the first part.

Also all the good will, trade rights, trade marks, brands, patents, licenses and trade names now owned or controlled by the said party of the first part. Also all manufactured products, goods, crude materials and supplies of every kind and wherever situated belonging to said party of the first part, and all its other assets of every kind, save and except money on hand and such bills and accounts receivable and other liquidated rights to money as may be due said party of the first part at the time the option rights hereunder are exercised by said party of the second part.

Second. The consideration for the transfer and assignment of said

property to said party of the second part shall be ——— dollars, to be paid in cash by the party of the second part to the party of the first part at the time of the consumption of such purchase.

Third. All of the foregoing property is to be transferred free and clear from any liens, charges, incumbrances, taxes and assessments of every kind, and said party of the first part agrees at any time during the life of this contract to furnish said party of the second part or his assigns within ——— days of written demand therefor, full and complete abstracts of title to all such real estate as is included under this present option.

Fourth. At any time on or before the first day of ———, 19—, upon ten days' notice from said party of the second part or his assigns that he or they are ready to consummate the purchase herein contemplated, said party of the first part will prepare and execute all such warranty deeds, transfers, conveyances and agreements as may be necessary to vest the title of all said property in said party of the second part or his assigns, and to carry out the intent and purposes of this agreement, and will deliver the same against payment in cash of the aforesaid amount of ——— dollars.

Fifth. If before the consummation of the purchase contemplated by this contract any part of the buildings or property herein included be destroyed or injured by fire or other casualty, or the value thereof be otherwise materially changed, then the true value of said property shall be determined by appraisal, as hereinafter provided, and the purchase price of said property as fixed herein shall be so changed as to accord with the appraised value of said property so determined.

Sixth. The said party of the first part shall manage and conduct the said business for the purchaser or purchasers under this contract for any desired period not exceeding one year after the consummation of the purchase, the compensation of the officers and employés of said party of the first part during such period to be the same as now paid.

Seventh. After the consummation of said purchase, neither said party of the first part nor its officers (who evidence their agreement thereto by their signatures hereunto affixed) will engage in the business of drawing wire for a term of five years within one hundred miles from ———, state of ———, unless in the service of the said party of the second part, his assigns or successors.

And it is further agreed by and between said party of the first part and said party of the second part, as one of the conditions of this present option, that on consummation of the purchase herein contemplated all bona fide contracts of the party of the first part in connection with its said business in force at the time of said purchase,

whether for the purchase of materials and supplies or for the sale of manufactured products, shall be taken over and assumed by the said party of the second part, or his assigns.

It is also agreed that in the event of any difference between the parties hereto concerning this contract, or its terms and conditions, or of the valuation of any property, or of damage to any property, each party shall appoint some person experienced in said business to act as appraiser or arbitrator, and the said two appointees shall appoint a third person of like qualifications, and the three arbitrators so appointed shall, without unnecessary delay, decide such matters of disagreement or difference, and the parties hereto agree and bind themselves to submit and assent to the decision of the said board of arbitration or appraisement, and to carry out according to the tenor of this decision the provisions of this present contract.

It is also agreed and understood by the parties hereto that should the purchase contemplated by this agreement not be consummated on or before the _____ day of _____, 19—, then this present option indenture shall cease and terminate without prejudice or liability or claim of any kind to or against the parties hereunto.

It is further mutually understood and agreed that the said party of the second part may assign the present contract and that his assignee or assignees shall enjoy the same rights and privileges in this present contract in every respect as if he or they were original parties thereto.

In witness whereof, the said _____ company has caused its signature and seal to be hereunto affixed by its duly authorized officers, and said party of the second part and the officers of said _____ company, as individuals, have hereunto affixed their respective signatures and seals, all on the day and year first above mentioned.

(Corporate Seal.)

Attest Seal:

_____, Secretary.

_____ Company.

By _____, President.

_____ (L. S.)

_____ (President) (L. S.)

_____ (Vice-President) (L. S.)

_____ (Secretary) (L. S.)

_____ (Treasurer) (L. S.)

Attest Signatures:

ARTICLE FOURTEEN.

CHANGE OF NAME BY PETITION.

FORM 726.

Change of Name—Petition.

——— Court, State of ———, County of ———.

In the Matter of the Application of the ——— Company for Authority to Change Its Name to the ——— Company.

Your petitioner, the ——— company, respectfully shows to the court that it is a corporation duly organized under the general laws of this state and under the act of the general assembly of this state entitled, "An act providing for the organization of corporations," adopted on the ——— day of ———, 1910, and that the objects for which this petitioner as such corporation was formed are (here state objects), and that its principal office and place of business is at the city of ———, county of ———, in said state of ———.

This petitioner would further show that its present name is the ——— company, and that the name it desires to take and assume is the ——— company; and that the following are the grounds of this application: (Here state grounds of application.)

Your petitioner would further show that its petition for an order for such change of name has been duly authorized by a resolution of its board of directors adopted at a meeting of said board held on the ——— day of ———, 1909.

Your petitioner would further show that it has and presents herewith a certificate of the secretary of state, certifying that the name which this corporation proposes to assume is not the name of any other domestic corporation, nor is it a name which he deems so nearly resembling that of another corporation as to be calculated to mislead or deceive the public.

Wherefore, your petitioner prays for an order of the court authorizing it to change its corporate name from ——— company and to take and assume instead thereof the corporate name of ——— company.

Dated and signed.

(Seal.)

——— Company,

By ———, President.

STATE OF ———, COUNTY OF ———, ss:

A B being duly sworn upon oath, says that he is the president of the ——— company, the above-named petitioner; that he has read the foregoing petition by him subscribed, and knows the contents thereof; that the same is true to his knowledge; that the seal affixed to said petition is the corporate seal of said company and was affixed thereto by the authority of the board of directors of said company, and that he signed said petition on behalf of said company by like authority.

That this verification can not be made by the petitioner in person because it is a domestic corporation; that deponent is the president of said corporation, and makes this verification from his personal knowledge and supervision of the affairs and business of said corporation.

(Signed and sworn to.)

See §§ 59, 60.

FORM 727.

Change of Name—Notice of Application.

Notice is hereby given that the ——— company, a domestic corporation, having its principal office and place of business at the city of ———, county of ———, state of ———, will apply to the ——— court of the said state of ———, at the ——— term thereof to be held at the court house in the city of ———, county of ———, in said state on the ——— day of ———, 1910, at 10 o'clock in the forenoon of said day, or as soon thereafter as counsel can be heard for an order authorizing said corporation to change its corporate name to The ——— Company.

Dated and signed.

THE ——— COMPANY,
By A B, President

FORM 728.

Change of Name—Order.

STATE OF ———, COUNTY OF ———, ss:

———Term of ——— Court, Held at ——— in the City of ———,
on the ——— Day of ———, 1910.

In the Matter of the Application of ——— Company for Authority to Change Its Name to the ——— Company.

Comes now the above-named petitioner by counsel and upon reading and filing the petition of the ——— company, a domestic corporation duly verified by A B, its president, wherein said petitioner prays for an order of this court authorizing it to assume a different corporate name, to wit: The name of ——— company, and upon

filing the certificate of secretary of state annexed thereto certifying that the name which said corporation proposes to assume is not the name of any other domestic corporation or a name which he deems so nearly resembling as to be calculated to mislead and deceive the public, upon filing proof with a copy of the petition herein, and of the notice of motion duly filed with the secretary of state, and upon filing due proof by affidavits showing that notice of the presentation of said petition has been duly published once each week for three successive weeks in the ———, a newspaper of the county of ———, in which county the principal office and place of business of such corporation is located, and the court having seen and inspected said petition, and being satisfied that the petition is true, that there is no reasonable objection to the change of name proposed, and that such petition has been duly authorized, and that notice of the presentation of the petition as required by law has been made;

Now, on motion of ———, counsel for said petitioner, no one opposing, it is, therefore, ordered by the court that said petition be and the same hereby is granted, and that the petitioner herein, the ——— company, be and it hereby is authorized to assume another corporate name, to wit: the name of ——— Company, on and after the ——— day of ———, 1910;

And it is further ordered and directed that this order be entered and the papers on which it is granted be filed within ten days from the date hereof in the office of the clerk of ——— county, the county in which the certificate of incorporation of said corporation is filed, and that a certified copy of this order, within ——— days after the entry thereof, be filed in the office of the secretary of state; that a copy of this order be published once a week for four successive weeks in the ———, a newspaper in the county of ———, beginning within ten days after the entry hereof.

It is further ordered that the petitioner herein pay the costs and accruing costs of this application.

ARTICLE FIFTEEN.

CONSOLIDATION.

FORM 729.

Consolidation Agreement.

Articles of consolidation made and entered into this 15th day of December, in the year of Our Lord, one thousand eight hundred and ninety-nine, between the Illinois Eastern Railroad Company, a corporation organized under and by virtue of the laws of the state of Illinois, and the Indiana & Western Railroad Company, a corporation organized under and by virtue of the laws of the state of Indiana.

Whereas, The St. Louis, Indianapolis & Eastern Railroad Company, a corporation formed pursuant to the laws of the states of Illinois and Indiana, for the consolidation of all previously existing railroad corporations, one organized under the laws of the state of Illinois, and the other under the laws of the state of Indiana, was recently the owner of a line of railroad commencing at the city of Effingham, in the county of Effingham, in the state of Illinois, thence extending easterly through the said county of Effingham into or through the counties of Jasper and Crawford, in the state of Illinois, to the Wabash River, and across a railroad bridge over said Wabash River into the state of Indiana, and through the county of Sullivan and into the county of Greene, in the state of Indiana, to Switz City, in the said last-named county and state, including the said bridge over the Wabash River, and all and singular the lands, tracks, superstructures, fences, rights of way, depots, station houses, engine houses, repair shops and all the easements, privileges and franchises appertaining to the said railroad for the maintenance or operation thereof.

Whereas, At a judicial sale made on the 18th day of August, A. D. 1899, pursuant to the decree of the circuit court of the United States for the southern district of Illinois, and the circuit court of the United States for the district of Indiana, before that time entered in certain suits pending in each of the said courts for the foreclosure of a certain mortgage bearing date the 1st day of March, 1890, executed and delivered by said St. Louis, Indianapolis & Eastern Railroad Company to a certain trust company of New York, as trustee, the

railroad, railroad property, real estate, easements, rights, privileges and franchises hereinbefore described were struck off and sold to one John C. Welling, the said Welling acting in that behalf as the agent and trustee of certain other persons who contributed the money and funds required to pay for the property; and

Whereas, Afterwards the said purchase and sale having been duly confirmed, the property sold as aforesaid was duly conveyed to the said John C. Welling as such trustee, pursuant to the order and direction of each of said courts; and

Whereas, Afterwards so much of the said railroad, railroad property, real estate and easements as lie in the state of Illinois, was by terms of his cestui que trust, conveyed by a deed, title executed and acknowledged by the said John C. Welling, trustee of said Illinois & Eastern Railroad Company, and that all the rights, privileges, franchises and appurtenances appertaining thereto, and all the rights, residue and remainder of the said railroad, railroad property, real estate and easements situated in the state of Indiana was, by like terms of his cestui que trust conveyed by a deed, title executed and acknowledged by the said John C. Welling, trustee of said Indiana & Western Railroad Company, and that all the rights, privileges, franchises and appurtenances thereunto appertaining; and

Whereas, The railroads so conveyed to the respective parties hereto connect at the boundary line between the states of Illinois and Indiana and form a continuous line of railroad from the city of Effingham aforesaid, in the state of Illinois, to Switz City aforesaid, in the state of Indiana; and

Whereas, With a view of the more efficient and economical operation of the said railroads, it is deemed expedient that the two corporations named in the caption hereof should be consolidated and be one corporation, which may be lawfully done under the laws of the respective states of Illinois and Indiana; now, therefore, it is mutually agreed by and between the parties hereto that so soon as these articles of agreement shall have been approved and ratified by the stockholders of each of the contracting companies owning not less than two-thirds in amount of the capital of said corporations, respectively, and these articles of association shall have been filed for record in the office of the secretary of state of the state of Illinois and a certified copy thereof shall have been filed for record in the office of the recorders of the several counties in the states of Illinois and Indiana, in which said railroad or some part thereof is situated, the said Illinois & Eastern Railroad Company and the Indiana & Western Railroad Company shall become consolidated into and become and continue one

single corporation upon the terms and conditions in the following articles contained.

ARTICLE 1.

The name of the consolidated corporation shall be the "Illinois & Indiana Railroad Company."

ARTICLE 2.

The capital stock of said corporation shall be \$50,000, which shall be divided into 500 shares of \$100 each.

ARTICLE 3.

Immediately upon the consolidation herein provided having taken effect, the holders of stock in each of the two constituent companies shall be and become holders of stock in the said consolidated company in the manner following, that is to say, every share of stock in the said Illinois & Eastern Railroad Company and in the said Indiana & Western Railroad Company shall entitle the holder thereof to one full paid-up share of stock in the new consolidated company. Certificates for the shares of the consolidated company shall be issued in such form as the board of directors of said company shall determine when and how the certificates of the stock for which they are to be exchanged shall be surrendered by the holder.

ARTICLE 4.

All and singular the rights, franchises, privileges, lands, tenements, hereditaments, real and personal, estates, choses in action and property of every kind and description, name or nature, belonging to the said Illinois & Eastern Railroad Company and the Indiana & Western Railroad Company, respectively, shall be vested in and become the property of the consolidated company, the Illinois & Indiana Railroad Company, immediately upon the consolidation herein provided for business consummated without any further act, deed, conveyance or assurance being required in the premises.

ARTICLE 5.

All the debts, contracts and liabilities of every nature whatever for which either of the said constituent companies, parties hereto, may be liable either at law or equity at and immediately before the consummation of the consolidation herein provided for shall be assumed by the said consolidated company, the Illinois & Indiana Railroad Company.

ARTICLE 6.

The number of the directors of the said consolidated company shall be five. The first board shall be composed of the following members:

Stuyvesant Fish,
John C. Welling,

William G. Bruen,
Benjamin F. Ayer,

James F. Harrahan.

and they shall be divided into two classes, the first class to consist of two members and the second of three. The classification of the board shall be made by lot at the very first regular meeting. The members of the first class shall serve until the first annual meeting of the stockholders and the members of the second class until the next succeeding annual meeting of the stockholders. All vacancies occurring by expiration of term shall be filled by election for a term of two years.

ARTICLE 7.

At the corporate meeting elections, each stockholder of the consolidated company shall be entitled to one vote for each share of stock, which they may cast either in person or by proxy, subject, however, in the latter case, to such by-laws or regulations of the company concerning the same, as may from time to time be made.

ARTICLE 8.

The principal office of the consolidated company shall be in the city of Chicago, county of Cook, state of Illinois.

ARTICLE 9.

The by-laws of the Illinois & Eastern Railroad Company, one of the constituent companies, parties hereto, was hereby adopted as the by-laws of the consolidated company, until otherwise changed, subject to the terms of these articles of consolidation.

ARTICLE 10.

These articles of consolidation shall be submitted to the stockholders of each of the constituent companies parties hereto at special meetings called for that purpose, and when the same shall have been approved and ratified by said stockholders and by those representing its two-thirds of all stock of each of the said corporations, a certificate of such approval and ratification by each of the said companies, under its corporate seal and verified by the affidavit of its secretary, shall be filed in the office of the secretary of state of each of the states of Illinois and Indiana and a certified copy thereof in the office of the recorder of deeds in each of the several counties in the states of Illinois and Indiana, in which the railroad of the said consolidated company or some part thereof is situated. And the said Illinois & Eastern Railroad Company and the said Indiana & Western Railroad Com-

pany, for the purpose of more completely carrying into effect these articles of consolidation, do hereby severally grant, convey and set over to the said consolidated company, for the purpose of such consolidation and subject to the conditions and classifications in those articles contained thus representing certificates of all the lands, real estate, equipment, implements and material acquired therefor, and of the rights, privileges, immunities, franchises and powers and property and effects real, personal and mixed and all the rights of action and things of every name, nature or kind now held and owned by them or either of them; to have and to hold the same to the said Indiana & Illinois Railroad Company, its successors and assigns, from the time such consolidation shall become effective and forever thereafter.

And the said Illinois & Eastern Railroad Company and the said Indiana & Western Railroad Company do hereby covenant, agree to, and with each other, that in case it shall appear at any time that this connection for consolidation may become inoperative or ineffective to accomplish the true intent and purpose of the parties hereto as herein expressed between said parties and each of them, shall, upon demand and without delay, cause to be executed and delivered to the said consolidated company all instruments and papers deemed necessary or proper by counsel learned in the law to carry out and effectuate the true intent and meaning thereof; and the board of directors of the said consolidated company shall have full power to carry the said consolidation into effect by all necessary or proper acts and things for that purpose.

In testimony whereof, the said Illinois & Eastern Railroad Company and the said Indiana & Western Railroad Company have caused these presents to be subscribed by their respective president or vice-president and their respective corporate seals duly attested to be hereunto affixed on the day of the year as above named.

This certificate is given to comply with the laws of Illinois and Indiana and in accordance with the terms of the articles of consolidation hereinbefore set forth.

In witness whereof, I have hereunto set my hand and affixed the seal of said corporation this 15th day of December, A. D. 1909.

(Seal.)

W. G. BRUEN,

Secretary Indiana & Western Railroad Company.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

On this 18th day of December, A. D 1899, before me, David W. Ross, a notary public residing in the city of Chicago, in the county and state aforesaid, personally appeared the above-named W. G.

Bruen, who, being duly sworn, did depose and say that the foregoing certificate by him subscribed is true.

Witness my hand and notarial seal the day and year above written.

DAVID W. ROSS, Notary Public.

I, William G. Bruen, secretary of the Indiana & Western Railroad Company, a corporation organized under the laws of the state of Indiana, do hereby certify that a special meeting of the shareholders of the said corporation was held at Chicago on the 15th day of December, A. D. 1899, at 10:30 o'clock in the forenoon, pursuant to the notice published once a week for nine successive weeks prior to the date of said meeting in the "Chicago Legal News," at the city of Chicago, county of Cook, state of Illinois, and also published for eight successive weeks in the "Sullivan Union," at Sullivan, county of Sullivan, state of Indiana, and that at said meeting the whole of the capital stock of said corporation was represented, and which said meeting was called for the purpose of considering the question of consolidating the Indiana & Western Railroad Company, a corporation created by and existing under the laws of the state of Indiana, with the Illinois & Eastern Railroad Company, a corporation created by and existing under the laws of the state of Illinois.

The following resolution was passed by unanimous vote, to wit:

Resolved, That the stockholders of this company do hereby approve, ratify and confirm the articles of consolidation now submitted as the same are hereinbefore set forth, and the proper officers of the company are hereby authorized to do all acts and things which may be necessary for carrying the same into effect.

The articles of consolidation referred to in the foregoing resolution are as follows:

FORM 730.

Agreement for Consolidation.

This agreement made and entered into this 10th day of January, 1910, by and between The Jersey City Street Car Company, party of the first part, and the New Jersey Electric Surface Railway Company, party of the second part, under the corporate seals of said corporations, witnesseth: That the said party of the first part is a corporation organized under the laws of the state of New Jersey for the purpose of owning and operating a street railway in and through and about the city of Jersey City, in the state of New Jersey, for the purpose of transporting, hauling and conveying the citizens of said Jersey City and the public generally.

That the said party of the second part is a corporation organized

under the laws of the state of New Jersey for the purpose of owning and operating electric surface railway in and through the said city of Jersey City and in, about and around the said city of Jersey City for the purpose of hauling, conveying and transporting the citizens of said city and the citizens and residents of the community generally, and for the general accommodation and convenience of the public.

That, in consideration of the mutual covenants and agreements herein contained, and in consideration of the mutual benefits to be received, the said parties do hereby agree and do hereby merge and consolidate the said above named corporations into a single corporation under and pursuant to the laws of the said state of New Jersey. And by these presents the said above named corporations and parties hereto do hereby covenant and agree upon and prescribe the terms and conditions and mode of carrying the said merger and consolidation into effect, and which terms and conditions they mutually covenant and agree to observe, as follows:

First. The name of the corporation hereby formed by said consolidation shall be The Jersey City Electric Street Railway Company.

Second. The number of directors who shall manage the business and prudential affairs of the said consolidated company shall be nine.

Third. The names and postoffice addresses of the directors of such consolidated company who are to manage its business and prudential affairs for the first year are as follows:

Names.	P. O. Addresses.
_____	_____
_____	_____
_____	_____

Fourth. The period of existence of such consolidated corporation shall be fifty years.

Fifth. The principal office and place of business of said consolidated corporation is to be located and situated in the city of Jersey City, in the county of Hudson, state of New Jersey.

Sixth. The names of the cities and towns in which the operations of such consolidated corporation are to be carried on are Jersey City, Hudson Heights, Hoboken, Harrison, West Hoboken, Weehawken. And the county in which the operations of said consolidated corporation are to be carried on is Hudson.

Seventh. The amount of capital stock of such consolidated corporation is \$5,000,000, the same being the fair cash value of all the property, assets, franchises and rights of the said Jersey City Street Car Company and of the New Jersey Electric Surface Railway Company.

Eighth. The said capital stock of such consolidated company is to be divided into 50,000 shares of the par value of \$100 each.

Ninth. The capital stock of said consolidated company shall be issued and distributed as follows: And the capital stock of each of the said corporations parties hereto, shall be convertible into the capital stock of the said consolidated corporation, share for share; and each and every stockholder of each of the said corporations parties hereto, shall present and surrender all certificates of stock held by them and certificates for like amounts of stock in the new corporation shall be issued to the holders thereof. The remaining 10,000 shares shall be sold at public auction to the highest bidder, but not more than ten shares shall be sold to any single person and no stock shall be sold to any other corporation or syndicate.

In witness whereof, the said parties of the first and second parts have executed this agreement in duplicate and have hereunto set their respective signatures by their boards of directors, and have caused to be hereto affixed the corporate seals of their respective corporations, of which they are respectively the directors the day and year aforesaid.

(Signed and acknowledged.)

FORM 731.

Consolidation Agreement.

This agreement of consolidation made and entered into this 1st day of January, A. D. 1910, by and between the board of directors of the Ohio Railway Company, a corporation of the state of Ohio, party of the first part, and the board of directors of the Indiana Railroad Company, party of the second part, witnesseth:

That for the purpose of consolidating the stock, property, assets and franchises of the said railroad companies and of making the said railroad companies one company, which, as the lines of railroads of the respective railroad companies connect at the boundary line between the said state of Ohio and the said state of Indiana, may be done under the laws of said states on the agreement of the board of directors of the said railroad companies, the said parties hereto have mutually agreed to the following conditions and stipulations:

1. Such consolidation shall be effected by a sale, assignment, and transfer, which is hereby made, of the railroad, leaseholds, rights and rights of action, contracts, moneys, stocks, franchises, and all other property, of every nature and description whatsoever, of the party of the second part to the party of the first part.

2. To equalize values and form the basis of such consolidation, as soon as these articles shall be ratified by the stockholders as hereafter provided, or earlier, the first party may distribute to its stockholders

of its surplus revenues invested in the construction and equipment of its road an amount of shares which shall be equal to ——— per cent of its capital stock, existing at the time of closing its books, for the purpose of such distribution, to be fixed by the board as soon as may be conveniently done after the ratification of these articles by the parties hereto, and to make a further and extra dividend in cash of ——— per cent on its capital stock as soon as its board of directors may see fit to declare the same, to equalize an extra dividend made by the second party since negotiations for consolidation were commenced.

3. The capital stock of the second party, now outstanding, is ——— shares, for which the first party is to pay, after the distributions mentioned in the preceding article, for each share, to the holders thereof, ——— dollars in its own stock at its par value.

4. All the railroad and equipment thereon and therefor, rights of way and appurtenances, depots and depot grounds, station-houses and property, therein or connected therewith; all lands, ferries and bridges, all leases, contracts, moneys and other real and personal property of whatsoever nature; all rights, revenues, incomes, and rights of action, privileges, and franchises of the second party, shall become and be the property of the first party; and the second party hereby grants, sells, and transfers the same, and every part and parcel thereof, to the first party, its successors and assigns, and hereby authorizes the first party, in the management and conduct of said property and the sale or other disposition thereof, or any part thereof, to use the corporate name and seal of the second party so far as may be lawfully done, whenever and in such manner as it shall deem necessary or convenient to carry into effect the purposes of these articles; and the first party is to be and does hereby become liable for and assumes all leases, contracts, liabilities, obligations, and duties of the party of the second part.

5. The parties hereto are at liberty to make their usual ——— dividends, the first party on the ——— day of ——— and the second party on the ——— day of ——— next ensuing. No further dividends, except as provided in the second article hereof, shall be made by either party until after the final vote shall be taken upon the question of the ratification of these articles, at the meetings of stockholders of the respective parties to be held for that purpose.

6. The second party shall make, execute, and deliver, or cause to be made, executed and delivered, to the first party, such other or further conveyance or assurance, or other papers or instruments in writing, as the counsel of the first party may advise to be necessary to carry to complete execution and accomplishment the objects and purposes of these articles.

7. The provisions of these articles shall be obligatory upon the successors and assigns of the respective parties hereto, and shall become operative and of force upon the ratification thereof by the stockholders of the two companies, at meetings to be called and held by the respective parties hereto as soon as practicable.

In witness whereof, the parties hereto have caused their corporate names to be hereto subscribed by their presidents, and their corporate seals to be attached by their secretaries, all on the day and year first above written.

(Signed.)

FORM 732.

Conveyances to Perfect Consolidation Agreement.

This indenture, made this 10th day of January, A. D. 1910, by and between the Ohio Railroad Company in the state of Ohio, a corporation organized under and in accordance with the laws of that state, party of the first part, and the Indiana Railroad Company, a corporation created and existing by virtue of the laws of the state of Indiana, party of the second part, witnesseth:

That the party of the first part, for the purpose of more completely carrying into effect the articles of consolidation executed by and between the parties hereto, under date of the 1st day of January, 1910, in virtue of which the stock, property and franchises pertaining thereto of the first party became consolidated into and with those of the second party, and at the request of the second party, and in consideration of ——— dollars to it paid by the party of the second part at the ensealing and delivery of these presents, the receipt of which is hereby acknowledged, by these presents does grant, bargain, sell, assign, transfer, and convey to the said party of the second part, its successors and assigns, all the property mentioned and described as follows, to wit:

All the real estate and lands, and all right, title and interest therein, which the first party has owned or possessed, or were entitled to at the date of said articles, or has since acquired, and especially including all lands and interests in lands granted or thereafter to be granted to it by the United States and the state of ———, situated in the said state of ——— or elsewhere.

Also all contracts and choses in action, of whatever nature and description, including all contracts for the sale of lands heretofore made by the said first party.

Also the railroads and branches of the said first party, and the equipment thereon or procured therefor, and all revenues to be derived therefrom; all rights of way and structures thereon, and other prop-

erty pertaining thereto, or to the said railroads and branches; all leases of railroads and other property; all ferries and bridges, and the approaches thereto, and the revenues therefrom; and all the other property of the first party at the date of said articles, or which it may have since acquired, together with all the rights, privileges, and franchises of the said first party pertaining to the property hereby conveyed, or any part thereof; intending to include herein all the property, rights, privileges, and franchises conveyed, or intended to be conveyed, by said articles of consolidation, and all that the first party may have since acquired:

To have and to hold the said property, rights, privileges, and franchises, and all and singular the said premises and every part thereof, with the appurtenances, unto the said party of the second part, and its successors, forever.

In consideration whereof, and of the said premises, the said party of the second part agrees to and does hereby become liable for and assumes all leases, contracts, liabilities, obligations, and duties of the said first party and hereby covenants to perform, carry out, and discharge the same, and each and every one of them, and to indemnify it against loss by reason of the same, and in all things save the said first party harmless in respect thereof.

In witness whereof, the parties have respectively caused their corporate names to be subscribed by their presidents, and their corporate seals to be affixed by their secretaries to this indenture, and to a duplicate original thereof, on the day and the year first above written.

(Signed and acknowledged.)

FORM 733.

Minutes of Stockholders' Meeting—Action for Consolidation.

The stockholders of the Jersey City Street Car Company met at a special called meeting for the purpose of considering an agreement entered into by the directors of the company with the directors of the New Jersey Electric Surface Railway Company for the purpose of consolidation, pursuant to notice, and which notice is as follows, to wit: (here copy the notice) that such notice was duly served on all the stockholders of this company more than three days before the date of this meeting as shown by the affidavit of John Smith and which affidavit of service is as follows: (here set out affidavit). This meeting is for the purpose of considering the proposition of consolidating this corporation with the New Jersey Electric Surface Railway Company, as stated in said notice.

There were present at this meeting in person or by proxy stockholders owning more than four-fifths of the shares of the stock.

On motion of James Johnson the meeting was organized by the election of Thomas Maxwell as chairman and Edward White as secretary.

At the request of the chairman the secretary read the agreement between the directors of this company and the directors of the New Jersey Electric Surface Railway Company, referred to in the notice of the meeting. After reading the same on the motion of Hezekiah Quick, duly seconded, a vote was taken by ballot upon the question of approving or rejecting the same. Thereupon the chair appointed Benjamin Little and Jeremiah Noble as tellers. Thereupon the ballots were duly cast in person and by proxy, and upon report of the tellers after a canvass of the ballots cast it was found that the votes of the stockholders owning four-fifths of the shares of stock were cast in favor of the approval of said agreement for consolidation; and no votes were cast against the approval of said agreement.

Of the 20,000 shares of the entire capital stock of this corporation the votes of stockholders owning \$18,000 of said shares of stock were cast in person and by proxy in favor of the approval of said agreement of consolidation.

Thereupon the chairman on the report of the tellers declared such agreement of consolidation duly approved and adopted.

On motion the secretary of this meeting was directed to communicate the fact of the approval of said agreement to the secretary of the said New Jersey Electric Surface Railway Company, and the directors of this company were authorized to proceed to consummate and effect the consolidation of the two corporations pursuant to the terms of said agreement.

On motion the meeting adjourned.

In witness whereof, I have made, signed and sworn to the foregoing copy of proceedings in duplicate this 1st day of March, A. D. 1910.

EDWARD WHITE, Secretary.

STATE OF NEW JERSEY, COUNTY OF HUDSON, ss:

Edward White, being duly sworn, deposes and says that he was elected to act and did act as secretary of a special meeting of the stockholders of the Jersey City Street Car Company, held for the purpose of considering the annexed agreement of consolidation made between the directors of said Jersey City Street Car Company and the New Jersey Electric Surface Railway Company, and that notice of said meeting was given as stated in said proceedings.

(Signed) EDWARD WHITE.

Sworn to before me this 1st day of March, A. D. 1910.

DANIEL CROCKET, Notary Public.

FORM 734.

Certificate of Merger.

The Deep Sea Fisheries Company, pursuant to the provisions of an act entitled, "An act providing for the consolidation and merger of existing corporations," duly enacted on the ——— day of ———, 1903, hereby certifies, under its seal, as follows:

(1) That the Deep Sea Fisheries Company is a stock corporation, organized and existing under the laws of the state of ———, for the purpose of fishing in salt waters of the Atlantic Ocean for all kinds of fish, oysters, clams, crabs and other deep sea animals and products, and that a certificate of incorporation was duly filed and recorded in the office of ———, of said state on the ——— day of ———, 1905, and in the offices of ——— on the ——— day of ———, 1905.

(2) That on and prior to said ——— day of ———, 1905, The Long Beach Oyster Company was also a stock corporation organized and existing under the laws of the state of ———, for the purpose of fishing in salt waters of the Atlantic Ocean for all kinds of fish, oysters, clams, crabs and other deep sea animals and products, and that its certificate of incorporation was duly filed and recorded in the office of ———, of said state on the ——— day of ———, 1906, and in the office of ——— of said state, on the ——— day of ———, 1906.

(3) That on the ——— day of ———, 1907, the said The Deep Sea Fisheries Company lawfully owned all the capital stock of the said The Long Beach Oyster Company, and on said day the directors of the said The Deep Sea Fisheries Company, by a resolution duly adopted and entered, determined to and did merge said The Long Beach Oyster Company with it, the said The Deep Sea Fisheries Company, which said resolution of merger was as follows, to wit:

In witness whereof, the said The Deep Sea Fisheries Company has caused these presents to be signed in its behalf by its president and its corporate seal to be hereunto affixed and attested by its secretary, on this ——— day of ———, 1910.

(Seal)

THE DEEP SEA FISHERIES COMPANY,

Attest: E F, Secretary.

By ———, President.

STATE OF ———, COUNTY OF ———, ss:

On the ——— day of ———, 1910, before me personally came A B, to me known, who, being duly sworn, did depose and say that he

resides in the state of ———; that he is the president of The Deep Sea Fisheries Company, a corporation described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is the seal of said corporation; that it was so fixed by the order of the board of directors of said corporation and that he signed his name thereto by like order.

(Signed) ———, Notary Public.

ARTICLE SIXTEEN.

DISSOLUTION.

FORM 735.

Dissolution by Incorporators.

We, A B, C D, E F and G H, being all the incorporators named in the articles and certificate of incorporation of the White Brick Manufacturing Company, and which said articles and certificate of incorporation were filed for the purpose of creating a domestic corporation, other than a moneyed or transportation corporation, do hereby, pursuant to the governing statute certify as follows:

First. That the above are the names of all the incorporators of the said White Brick Manufacturing Company.

Second. That no part of the capital stock of said corporation has been paid.

Third. That said corporation has no liabilities whatever.

Fourth. That the business for which said corporation was created has not been begun and that the said incorporators have not undertaken or conducted any business whatever under said organization or as a corporation.

Fifth. That we, the above named incorporators, do hereby surrender to the state and its proper officers all the rights and franchises obtained for and in behalf of said corporation, and that we hereby, on our part, disaffirm and revoke the said articles of incorporation and hereby declare our intention not to undertake, conduct or carry on the objects of said incorporation and hereby declare that we will no longer act as a corporation.

In witness whereof, we have executed this certificate in duplicate.

Dated this — day of —, 1910.

(Signatures of incorporators.)

STATE OF —, COUNTY OF —.

A B, C D, E F and G H, being severally duly sworn, each for himself, deposes and says, that he is one of the incorporators named in the foregoing certificate: that he has read the foregoing certificate sub-

scribed by him and knows the contents thereof, and that such certificate is true in substance and in fact.

(Signed by incorporators and sworn to.)

§§ 6453, 6478.

FORM 736.

Certificate of Resolution of Directors for Dissolution.

We, the undersigned, A B, president, and C D, secretary, respectively, of the Lehigh Cement Company, a stock corporation organized under and pursuant to the laws of the state of New York, do hereby, for the purpose of complying with the provisions of section 221 of the general corporation law in relation to voluntary dissolution of corporations, make and attest this certificate, and attach the consent, verified statement and proofs required by said section, as follows, to wit:

That the board of directors of said corporation at a meeting duly called for that purpose, held at its office in the city of Buffalo on the 10th day of January, 1910, at 1 o'clock P. M. of said day, of which meeting at least three days' notice was given to each stockholder, as appears by the affidavit of C D, secretary, hereto annexed and forming part hereof, by a vote of a majority of the whole board adopted the following resolution:

"Resolved, That in the opinion of this board of directors it is advisable to dissolve this corporation forthwith, pursuant to section 221 of the General Corporation Law, and that a meeting of the stockholders is hereby directed and ordered to be called, to be held at the office of the corporation in the said city of Buffalo on the 20th day of February, 1910, at 2 o'clock P. M. of said day, for the purpose of voting upon the proposition of dissolving this corporation forthwith;

Resolved further, That the secretary cause a notice of such meeting to be published and served on each of the stockholders according to law; that the secretary and the president of this corporation execute a certificate showing the adoption of this resolution, and setting forth the proceedings of the meeting to be held by the stockholders, and that they also attest the written consent of the stockholders as to the immediate dissolution of this corporation.

"Resolved further, That the president and secretary cause such certificate and consent of stockholders to be filed in the office of the secretary of state, together with a duly verified statement of the names and residences of the members of the present board of directors and the names and residences of the present officers of this corporation and proofs of publication and service of all statutory notices."

We further certify, that notice of the meeting of the stockholders of said corporation for the purpose of voting upon a proposition that this corporation be forthwith dissolved, was published in the Buffalo Press, a newspaper published and circulating in the said city of Buffalo, county of ———, the same being the county wherein the corporation has its principal office, once a week for three weeks successively next preceding the time appointed for holding such meeting as shown by the proof of publication of said notice which is hereto annexed and made a part hereof.

That on the day preceding the day of the first publication of such notice, to wit, on the 12th day of January, 1910, a copy of such notice was served personally on each stockholder or mailed to him at his last known postoffice address, as more fully appears by the affidavit of C D, the secretary, which is hereto annexed and made a part hereof.

We further certify, that pursuant to said notice a meeting of said stockholders was held on the 20th day of February, 1910, at 2 o'clock P. M. at the principal office of the corporation in the said city of Buffalo, that being the city in which the last preceding annual meeting of the corporation was held.

That at said meeting the holders of more than two-thirds in amount of the capital stock of the corporation, then outstanding, appeared in person and that said meeting was duly organized by choosing the undersigned, A B, as chairman, and C D, as secretary, thereof.

That the notice of the meeting and the proof of publication and of service thereof were presented and read and directed to be filed.

We further certify, that thereupon the following resolution was introduced and read and was adopted by the affirmative votes of the stockholders present (or otherwise as the facts may be), to wit:

“Resolved, That the action of the board of directors favoring the dissolution of this corporation forthwith be and the same is hereby ratified and approved, and that we, the stockholders of the Lehigh Cement Company, consent that such dissolution shall take place, and that it is the sense of this meeting and of the stockholders of the said Lehigh Cement Company that it shall be forthwith dissolved, and signify such consent in writing in conformity with the governing statute in such case made and provided.”

That the votes of holders of more than two-thirds in amount of the capital stock of said corporation then outstanding, having been cast in favor of such resolution, the same was declared duly adopted.

We further certify, that thereupon the consent in writing that the said corporation be dissolved forthwith was executed by all the stockholders of the corporation as shown by the books of the corporation,

which said written consent is hereto annexed and made a part of this certificate. (See next for form of consent.)

In witness whereof, we have made and signed this certificate this 22d day of February, 1910. (Signature of President.)
(Signature of Secretary.)

STATE OF NEW YORK, COUNTY OF ———.

We, A B, president, and C D, secretary, being severally duly sworn, each for himself, deposes and says that the said A B is president of the Lehigh Cement Company and the said C D is secretary thereof, and that the foregoing certificate signed by them, respectively, is true according to the best of the knowledge, information and belief of each of said deponents.

And deponents further say, and each for himself says, that the annexed written consent of the stockholders of the said corporation executed in person, consenting to the dissolution forthwith of said corporation, was so executed at said meeting of stockholders held as in said foregoing certificate mentioned on the 20th day of February, 1910, and that the number of shares set out opposite each signature to such consent is the number of shares standing on the books of the said corporation in the name of such consenting stockholder, and that the total number of shares outstanding issued by said corporation is 1,000 and that the number of consenting shares is in excess of two-thirds in amount of the stock of said corporation so outstanding as aforesaid, to wit, 1,000. (Signed by president and secretary and sworn to.)

§§ 6478, 6500 et seq.

FORM 737.

Written Consent of Stockholders to Dissolution.

STATE OF NEW YORK, CITY OF BUFFALO.

We, the undersigned, stockholders of the Lehigh Cement Company, being holders of at least two-thirds in amount of the stock of said company, now outstanding, as shown herein, have consented and do hereby consent that said Lehigh Cement Company shall be forthwith dissolved.

We hereby state and show that the undersigned is each a stockholder of said corporation and that each owns the number of shares of said corporation set opposite his respective name as follows:

A B,	100
C D,	200
E F,	75
G H,	150

(Continue as to all stockholders signing.)

And we do hereby sign this instrument for the purpose of signifying our consent in writing as required by section 221 by the General Corporation Law.

In witness whereof, we have hereunto set our hand this 20th day of February, 1910. (Signed by stockholders.)

§ 6500 et seq.

FORM 738.

Statement Showing Names and Residences of Directors and Officers.

The following statement contains the names and residences of the members of the existing board of directors and the names and residences of the present officers of the Lehigh Cement Company, to wit:

Names of directors.	Residences.
A B,	1120 Grand St., Buffalo, N. Y.
C D,	275 Broad St., Buffalo, N. Y.
E F,	2250 Front St., Buffalo, N. Y.
G H,	625 High St., Buffalo, N. Y.
I J,	2200 Delaware Ave., Buffalo, N. Y.

Names of officers.	Residences.
A B, President,	1120 Grand St., Buffalo, N. Y.
C D, Secretary,	275 Broad St., Buffalo, N. Y.
E F,	2250 Front St., Buffalo, N. Y.

(This statement must be sworn to by some competent person.)

FORM 738a.

Petition for Voluntary Dissolution.

In the Matter of the
PETITION OF THE NOVELTY BOX COMPANY, A CORPORATION, FOR
VOLUNTARY DISSOLUTION.

To the Supreme Court of the State of New York:

That A B, C D, E F, G H and K L, a majority of the directors of the Novelty Box Company, respectfully petition the court for a dissolution of the said corporation, and show the court as follows:

1. The Novelty Box Company is a corporation organized under the business corporation law of the state of New York and its principal place of business is located at the city of Albany, county of Albany, in said state.

2. Your petitioners would further show that they are the majority

of all the directors of said corporation ; that the names and residences of all the directors of this corporation are as follows :

Name.	Residence.
A B,	Albany, New York.
C D,	Albany, New York.
E F,	Albany, New York.
G H,	New York City, New York.
I J,	Rochester, New York.
K L,	Albany, New York.

3. Your petitioners would show that the said corporation was organized for the purpose of manufacturing paper boxes, cartons, and other like goods and merchandise. The amount of the authorized capital stock of this corporation is \$50,000.00, and the amount which is issued and outstanding is \$40,000.00.

4. Your petitioners would further show that they have discovered that the capital stock, effects, and other property of the corporation are not sufficient to pay all just demands for which it is liable or to afford a reasonable security to those who may deal with it, and that the business is not now in a prosperous condition and on a paying basis and could not be made so without the investment of a large amount of additional capital which cannot now be secured, and for these reasons your petitioners deem it beneficial to the interest of the stockholders that this corporation should be dissolved.

5. Your petitioners follow herewith as a part of this petition, a schedule marked Schedule "A," which said schedule contains a statement of all the matters in relation to the capital stock, business affairs, and financial condition of this corporation, as required by section 174 of the General Corporation Law, so far as these petitioners are now informed so far as they have the means of knowing the same.

Wherefore, your petitioners pray for the final order of the court dissolving said corporation and appointing a receiver for its property and effects, and for an injunction preventing the prosecution of any actions at law against the said corporation and for such other and further relief as may be proper with costs of this proceeding.

A B, _____
 C D, _____
 E F, _____
 G H, _____
 K L, _____

FORM 738b.

Schedule Filed With Petition.

SCHEDULE A.

First. The following is a full and true account of all the creditors of said corporation and of all unsatisfied contracts and engagements entered into by, and now existing against said corporation, to wit: (Here set out fully.)

Second. The following is a complete statement of the name and place of residence of each creditor of the said corporation and of each person with whom any contract or engagement has been made and is to be performed, to wit: (Here state fully; if not known, so state.)

Third. The following is a statement of each creditor or other person specified as above and the nature of each debt, demand or other engagement, to wit: (Here state fully.)

Fourth. The following is a statement of the true cause and consideration of the indebtedness to each of said creditors, to wit: (Here state fully.)

Fifth. The following is a full, just, and true inventory and statement of all the property of the said corporation, and of all the books, vouchers and securities relating thereto, to wit: (Here set out fully.)

Sixth. The following statement of each encumbrance upon the property of the corporation by judgment, mortgage, lien, pledge, or otherwise, to wit: (Here state fully.)

Seventh. The following statement is a full, just and true account of the capital stock of said corporation, together with the name of each stockholder, his residence, the number of shares owned by him, the amount paid upon each share and the amount still due thereon, to wit: (Here state fully.)

FOREIGN CORPORATIONS.

Application for Doing Business—Alabama.

The Fisher Automobile Company, a corporation organized under the laws of the state of Indiana, hereby makes application to the state of Alabama for the transaction of business therein, and files the following statement and certificate as required by the statutes of the state of Alabama, to wit:

That the name of this corporation is the Fisher Automobile Company; it was incorporated under the laws of the state of Indiana; its principal place of business is the city of Indianapolis, Marion county, state of Indiana; that it proposes to locate its office and principal place of business in Alabama in the city of Mobile; that the name of its authorized agent thereat is Gaylord Clarke, whose postoffice address is No. 200 Chestnut street, city of Mobile, Alabama; that the amount of the total authorized capital of this corporation is \$100,000; that the amount of the actual paid-in capital is \$100,000; that the actual amount of the capital which is to be employed in the state of Alabama is \$25,000.

This statement is made by the president and secretary of said corporation on the authority of its board of directors, and the matters herein set out are true and correct. (Signed) A B, President.

C D, Secretary.

(Subscribed and sworn to.)

§ 6640 et seq.

Form 740.

Designating Place of Business and Agent—Alabama.

The Cumberland Mountain Coal Company, a corporation organized under the laws of the state of Tennessee, and having its office and its principal place of business at Knoxville in the said state of Tennessee,

herewith files a certified copy of its articles of incorporation as required by the laws of the state of Alabama, and hereby designates as its known place of business in the said city of Alabama, No. 500 Maine street, in the city of Montgomery, county of Montgomery, and as its authorized agent thereat, hereby names, appoints, and designates Fred S. Ball, on whom as such agent, service of process may be made and all legal notice served, for all purposes contemplated by the laws of the said state of Alabama.

In witness whereof, the said Cumberland Mountain Coal Company has caused these presents to be signed by its president and secretary, and attested by its corporate seal, at its office in the said city of Knoxville, Tennessee, this 10th day of January, A. D. 1910.

JOHN MONTGONER, President.

ABEL SCRATCH, SECRETARY.

§§ 6652, 6653.

FORM 741.

Designating Place of Business and Agent—Application for Doing Business—Alaska.

The Seattle Supply Company, a corporation organized under the laws of the state of Washington hereby makes application to transact business in the territory of Alaska, and for such purpose makes and executes the following statement and certificate in duplicate, duly verified by the oath of its president and secretary and attested by a majority of its board of directors, as follows, to wit:

1. The name of this corporation is the Seattle Supply Company.
2. Its principal office and place of business is at No. 500 Hill street, city of Seattle, state of Washington.
3. Its place of business and principal office within the territory of Alaska is to be located at No. 25 Smoky Row, Nome, Territory of Alaska.
4. The amount of the capital stock of this corporation is \$50,000.
5. The amount of its capital stock actually paid in in cash is \$50,000.
6. The assets of this corporation consist of a general stock of merchandise and mining tools and appliances (state value in detail), all of the actual cash value of \$40,000.
7. The total liabilities of this corporation are \$5,000, current bills for merchandise, none of which is secured by mortgage or other lien on any of the property of this corporation.
8. This corporation hereby certifies and does hereby consent to be sued in the courts of the district of the said territory of Alaska upon

any or all cause of action arising against it in such district, and it hereby further consents that service of process may be made upon one William H. Peckwood, a resident of said district and whose residence and place of business is at the said No. 25 Smoky Row, in the said city of Nome, Territory of Alaska, and any such service, when so made upon such agent, the said William H. Peckwood, shall be valid service on this corporation.

THOMAS A. BULLOCK, President.

JAMES D. SMITH, Secretary.

Attest:

C. M. BAXTER,

R. B. CASEY,

A. W. DEVERS,

GEORGE FOWLER,

A. D. MARTIN,

C. K. POE,

Board of Directors.

STATE OF WASHINGTON, COUNTY OF KING, ss:

Before me, the undersigned notary public, personally appeared Thomas A. Bullock and James D. Smith, secretary, and each being severally duly sworn did say that they are the president and secretary respectively of the Seattle Supply Company, a corporation organized and existing under the laws of the state of Washington; that the statement made in the above and foregoing application and certificates are true in substance and in fact and that the said C. M. Baxter, R. B. Casey, A. W. Devers, George Fowler, A. D. Martin, C. K. Poe, are the board of directors of such company.

Subscribed and sworn to.

(An acknowledgment of all persons signing certificates.)

§§ 6640 et seq., 6652, 6653, 6740.

FORM 742.

Consent of Agent—Alaska.

TERRITORY OF ALASKA, CITY OF NOME, ss:

The undersigned, William H. Peckwood, residing at No. 25 Smoky Row in the said city of Nome, hereby consents to act as agent at said city of Nome in the said Territory of Alaska for the Seattle Supply Company. This consent to continue to a written revocation or until some other person consents in writing to act as such agent.

WILLIAM H. PECKWOOD.

§ 6755.

FORM 743.

Appointment of Agent—Arizona.

STATE OF INDIANA, COUNTY OF MARION, ss :

The Udell Ladder Company, a corporation organized and existing under and by virtue of the laws of the state of Indiana, and having its principal office and place of business in the city of Indianapolis, in said county and state, hereby appoints and designates Alexander Buck as its agent in the territory of Arizona, as required by the laws of the said territory of Arizona; and which further hereby certifies and states that its principal office and place of business in the said territory of Arizona is to be at No. 150 Sand street, in the city of Phoenix, in the said territory of Arizona, and that the said Alexander Buck is an actual and bona fide resident of the said city of Phoenix, county of Mariposa, territory of Arizona, and has been such resident of the said territory and county for more than three years last past, and is now and has been during all of such time a bona fide resident of said city, county and territory.

And the said corporation, The Udell Ladder Company, hereby consents and agrees that process may be served upon the said Alexander Buck, its said agent, and in any action, suit, or proceeding that may be had or brought against this said corporation in any of the courts of the said territory of Arizona; and such service of process so served upon said agent shall have the same force and effect as if served upon the president and secretary of said corporation.

In witness whereof, the said corporation has caused this notice to be given this 12th day of January, A. D. 1910.

A. A. BARNES, President.

R. M. MADDEN, Secretary.

§§ 6653, 6740, 6755, 6760-6761.

FORM 744.

Application for Doing Business—Arizona.

To the Territorial Auditor of the Territory of Arizona:

The Udell Ladder Company, a corporation organized and existing under and by virtue of the laws of the state of Indiana, does hereby make application to the territorial auditor of said territory and to the county recorder of the county of Mariposa, territory of Arizona, for doing business in the said county and territory, and this corporation, by its president and secretary, would show that the annexed is a certified copy of its articles of incorporation, and they herewith file the said certified copy of its articles of incorporation and the appointment of an agent, in duplicate, one with the said territorial au-

ditor and the other with the said county recorder. This corporation also files herewith the proof of publication showing that due notice has been given and published at least six times in the Phoenix New, a newspaper published in the said county of Mariposa.

Attest:

R. M. MADDEN, Secretary.

(Subscribed and sworn to.)

UDELL LADDER WORKS,

By A. A. BARNES, President.

§§ 6640, 6652.

FORM 745.

Application to do Business and Designation of Office and Agent— Arkansas.

The undersigned, the Sun Fire Insurance Company, by James W. Alexander, its president, and Anthony Drexel, as secretary, hereby make application for doing business in the state of Arkansas; and hereby represent and certify that the said Sun Fire Insurance Company is a corporation organized under the laws of the state of Louisiana and has now and has had for ten years last past its principal office and place of business at No. 250 Gardage street, in the city of New Orleans, in the state of Louisiana; and we hereby certify that the articles of incorporation of the said Sun Fire Insurance Company, together with the amendments thereto duly authenticated, and certified by the secretary of state of the state of Louisiana, is hereby attached to and made a part of this application and marked exhibit A. (Attach certified copy of articles.)

As such president and secretary of such corporation, we further hereby certify and show that the said Sun Fire Insurance Company has assets now of the actual cash value of \$2,000,000, and that it has a total liability at this time of \$25,000, and that the amount of its capital to be employed in the said state of Arkansas is \$20,000, and its general office and place of business is at Hot Springs, Garland county, in said state.

We further hereby certify that by resolution of the board of directors of said corporation duly adopted and entered, James E. Hogue, of the said city of Hot Springs, was and is hereby appointed as agent, upon whom process may be served, and that the place of business of said agent is at No. 500 Spring street, in said city of Hot Springs.

Witness our hands this 10th day of February, A. D. 1910.

JAMES ALEXANDER,

President of the Sun Fire Insurance Company.

ANTHONY DREXEL,

Secretary of the Sun Fire Insurance Company.

(Subscribed and sworn to.)

§§ 6640 et seq., 6653, 6760-6761.

FORM 746.

Application for Doing Business—California.

The Denver Road Roller Company, a corporation duly organized and existing under the laws of the state of Colorado, hereby makes application to the secretary of state of the state of California for permission to transact business in the said state of California, and files herewith as a part of this application a certified copy of its articles of incorporation under the laws of the state of Colorado, and which said articles of incorporation, together with the certificate of the secretary of state of the state of Colorado, are as follows: (Here set out certified copy of articles of incorporation.)

DENVER ROAD ROLLER COMPANY,

Attest: By WALTER M. DUFF, President.

HENRY V. JOHNSON, Secretary.

(Subscribed and sworn to.)

§§ 6640 et seq., 6652.

FORM 747.

Designation of Place of Business and Agent—California.

The Denver Road Roller Company, a corporation organized and existing under the laws of the state of Colorado, having this day made application to the secretary of state of the state of California for the privilege of transacting and carrying on business in said state, would hereby further show and certify that it intends to carry on the business of manufacturing and selling road rollers at No. 2500 Commerce avenue, in the city of San Francisco, state of California, and that it has constituted, appointed and designated, and by these presents does hereby constitute, appoint and designate, in accordance with a resolution of the board of directors of said corporation duly adopted and entered at a meeting held on the 1st day of January, A. D. 1910, John M. Burnett, residing in said city of San Francisco, county of San Francisco, in said state of California, upon whom process issued by authority or under the laws of said state may be served, and the said Denver Road Roller Company hereby consents that any service of process upon said agent for any cause of action arising out of or connected with the transaction of the said business in the said state of California shall be deemed to be and shall be binding upon this corporation.

In witness whereof, the said corporation has hereunto affixed its corporate seal and caused the same to be subscribed by its president and attested by its secretary this 8th day of January, A. D. 1910.

§§ 6653, 6740, 6755, 6760, 6761.

FORM 748.

Application for Doing Business—Colorado.

To the Secretary of State of the State of Colorado:

Samuel C. Cook, president, and Ira W. Wood, secretary, of the New Jersey Development Company, a corporation duly organized and existing under and by virtue of the laws of the state of New Jersey, do hereby make application to the secretary of state of the state of Colorado for the purpose of obtaining permission for said corporation to do business in the said state of Colorado, and we do hereby certify and show that the principal place where the business of this corporation is to be carried on in the said state of Colorado is the county of El Paso; and we would further show that we have selected and do hereby designate, constitute and appoint John F. Malaney, residing in the city of Colorado Springs, county of El Paso, in the said state of Colorado, the duly authorized agent of said corporation, upon whom process may be served, in accordance with the statutes of the state of Colorado in such case made and approved.

Given under our hands and seal of said corporation at its office in the city of Trenton and state of New Jersey on this 17th day of January, A. D. 1910.

SAMUEL C. COOK, President.

(Seal.)

IRA W. WOODS, Secretary,

(Subscribed and sworn to.)

§§ 6653, 6740, 6755, 6760, 6761.

FORM 749.

Application for Doing Business—Connecticut.

To the Secretary of State of the State of Connecticut:

The Brass Tack Company hereby makes application for doing business in the state of Connecticut and in the county of Fairfield, and would show that it is a corporation organized under the laws of the state of New York, with its principal office and place of business at the city of Albany. It would also show and file herewith the following as a full, true and correct copy of its articles of incorporation, duly certified by the secretary of the state of New York (or otherwise duly authenticated) (or set out certified copy of charter).

This corporation would further show and certify that the full amount of its authorized capital stock is \$50,000, and that the full amount thereof has been paid in cash. (If any part of the capital stock was paid in property it must be so shown and stated fully.)

This corporation would further show that it desires to do business

in the state of Connecticut, at the city of Bridgeport, county of Fairfield, in said state. (This statement and certificate must be signed and sworn to by the president, treasurer and a majority of the board of directors.)

§§ 6640, 6652.

FORM 750.

Appointment of Agent—Connecticut.

The Brass Tack Company, a corporation duly organized under the laws of the state of New York, and located and doing business at the city of Albany, in said state of New York, desiring to carry on business in the state of Connecticut, does hereby, and by these presents make, ordain, constitute, designate and appoint the secretary of state of the state of Connecticut, and his successor in office, its agent and true and lawful attorney on whom all lawful process in all actions or proceedings against this corporation in the state of Connecticut, including all process of foreign attachment, must be served. This corporation hereby consents and agrees that any lawful process against it which is served on said agent and attorney shall be of the same legal force and validity as if served on this corporation, and this appointment shall continue in force as long as any liability remains outstanding against this corporation in said state.

(Signed and Acknowledged.)

§§ 6653, 6740, 6755, 6760, 6761.

FORM 751.

Application for Doing Business—Delaware.

To the Secretary of State of the State of Delaware:

The undersigned Steel Rail Company, a corporation organized under the laws of the state of Pennsylvania, with its principal office and place of business at the city of Pittsburg, in said state, hereby makes application to the secretary of state of the state of Delaware to do business in said state of Delaware; and it presents herewith and herewith files in the office of the secretary of state of the said state of Delaware the certified copy of its articles of incorporation.

It would further show that it has selected, and that it does hereby select, appoint and designate as its authorized agent of the state of Delaware, upon whom service of process may be had, George M. Davis, of the city of Wilmington, in the county of Newcastle, in the said state of Delaware.

It would further represent and show by the oath and affidavit of its

president that the property and assets of said corporation are of the full cash value of \$1,000,000 and that the total liabilities of the said company are \$100,000, which consists of bonds, secured by mortgage on the real estate and plant of said corporation.

(Signed and Sworn to by the President and Secretary.)

§§ 6640 et seq., 6652.

FORM 752.

District of Columbia.

The laws of the District of Columbia do not impose upon foreign corporations any condition for doing business different from that of domestic corporations.

FORM 753.

Application for Doing Business—Florida.

To the Secretary of State of the State of Florida:

The Gritts Breakfast Food Company would show that it is a corporation duly organized and existing under the laws of the state of Georgia that it hereby makes application to the secretary of state to transact business in the state of Florida. It files herewith in the office of the said secretary of state a duly authenticated copy of its articles of incorporation and respectfully asked that it be given a permit to transact business in the said state of Florida.

This corporation hereby selects and designates the secretary of state of the said state of Florida, and his successor in office, as its agent, and it hereby consents that service of process may be served upon the said secretary of state in any and all actions arising against it out of or connected with the transaction of this business in the said state of Florida, and it hereby consents and agrees that such service shall be binding upon it.

(Subscribed and sworn to.)

§§ 6640 et seq., 6652, 6653, 6740, 6760, 6761.

FORM 754.

Application for Transacting Business—Georgia.

The state of Georgia has no statutory provision imposing conditions upon foreign corporations for doing business in that state. But no foreign corporation can exercise any corporate powers or privileges which are denied by the constitutional laws of that state to domestic corporations; and neither can they exercise any powers which are contrary to the public policy of the state.

Foreign corporations are not permitted to own more than five thousand acres of land in the state of Georgia, unless it is necessary to take land in excess of said amount in order to prevent loss in case of loans on real estate security.

§ 6640 et seq.

FORM 755.

Application for Doing Business—Hawaii.

To the Treasurer of the Territory of Hawaii:

The Los Angeles Flying Machine Company hereby makes application to the treasurer of the territory of Hawaii for permission to transact business within the said territory. It would show that it is a corporation organized and existing under and pursuant to the laws of California, United States of America, and has its principal place of business at the city of Los Angeles, county of Los Angeles, in the said state of California.

It also presents herewith and files in the office of the treasurer of the said territory of Hawaii a certified copy of its articles of incorporation which are attached thereto and made a part of this application.

It would further represent and show that the name of its officers are as follows, to wit: President, Wilbur Bassett; treasurer, Hugh G. Crawford; secretary, Joel H. Morman, and that the following are the names of its directors: Alfred Allen, Hugh G. Crawford, Walter J. Morgan, Edgar Leavitt and Lucien Shaw.

It hereby appoints, selects and designates J. M. Poepoe as its resident agent in the city of Honolulu, in the said territory of Hawaii, as its agent, upon whom legal notices and processes from the courts of the territory of Hawaii may be served; and it hereby consents and agrees that the service of legal notices and processes from the courts of said territory served upon J. M. Poepoe shall be binding on this corporation.

It further represents herewith and files in the office of the treasurer a duly certified and authenticated copy of its by-laws.

(Subscribed and sworn to.)

§§ 6640 et seq., 6652, 6653, 6740, 6755, 6760, 6761.

FORM 756.

Application for Doing Business—Idaho.

The Hot Air Stove Company, a corporation organized and existing under the laws of the state of Indiana, hereby makes application to

the secretary of state of Idaho to obtain permission for doing business in the said state of Idaho.

And it files herewith and as a part of this application a duly certified and authenticated copy of its articles of incorporation, duly certified by the secretary of the said state of Indiana.

It would also show that it has filed a duly authenticated copy of its articles of incorporation with the recorder of Bannock county, in said state of Idaho, in which said county the said corporation, The Hot Air Stove Company, purposes to do and transact business.

And the said Hot Air Stove Company does hereby select, appoint and designate Daniel W. Stanrod, residing at the city of Pocatello, in the said county of Bannock, state of Idaho, as the authorized agent of said corporation in said state, upon whom process issued by authority of, or under any law of the said state of Idaho may be certified as provided by the constitution and laws of the said state of Idaho.

It would also show that it has filed in the office of the clerk of the district court for the said county of Bannock a copy of this designation of the said Daniel W. Stanrod as its agent residing at the said city of Pocatello on whom service of process may be certified.

And the said Hot Air Stove Company, for the purpose of conforming in all respects to the constitution and laws of the said state of Idaho, and to avail itself of the rights, privileges and immunities guarantied by the constitution and laws of the said state of Idaho, does hereby accept the provisions of such constitution of the said state for all the intents and purposes contemplated by such provisions relating to such acceptance for other than municipal corporations.

In witness whereof, the said Hot Air Stove Company has caused this application, certificate and acceptance to be executed and acknowledged and delivered in its name, on its behalf, by its president, and to be attested by its secretary, and has caused its corporate seal to be hereunto affixed at the city of Indianapolis, in the county of Marion and state of Indiana, this February 10, A. D. 1910.

(Signed and acknowledged.)

§§ 6630, 6640 et seq., 6652, 6653, 6740, 6755, 6760, 6761.

FORM 757.

Application for Doing Business—Illinois.

The undersigned, The Cincinnati Wrecking Company, a corporation organized on the 10th day of January, 1901, under the laws of the state of Ohio, and desiring to do business within the state of Illinois hereby, by its president and secretary, makes application to the sec-

retary of state of the state of Illinois for the privilege of transacting business in said state, and hereby represents and shows that it desires to propose to engage in the business of wrecking, destroying, tearing down and removing buildings of all kinds and buying and selling all kinds of building material, new and second-hand, as authorized by its charter.

In support of this application it would show that the amount of its capital stock is \$60,000, all of which said sum has been paid in cash, and the proportion of the capital stock of this corporation which is represented by the property located and business transacted in the state of Illinois is one-third, and the property employed and used in the business in the said state of Illinois consists of portable engines, derricks, towers, pulleys, cables, vehicles of all kinds, horses and all kinds of wrecking tools, material, implements and appliances, and all of the cash value of \$10,000.

It would further show that it is now transacting, and intends to transact business in the following states, to wit: Ohio, Kentucky, Indiana, Illinois and Missouri.

The names and addresses of the officers and directors of this corporation are as follows:

Henry B. Drake, president, 500 Walnut street, Cincinnati, Ohio.
 A. B. Long, secretary, 300 Walnut Hill Place, Cincinnati, Ohio.
 Arthur Thurston, treasurer, 2002 Elm street, Cincinnati, Ohio.
 John D. Dewitt, director, 705 Central avenue, Cincinnati, Ohio.
 Amos P. Foster, director, 700 Ninth street, Cincinnati, Ohio.
 Lewis J. Coll, director, 1001 High street, Cincinnati, Ohio.

This corporation would show that the names and residences of all of its stockholders, as shown by its record, are as follows, to wit:

Names.

Residences.

It further shows that its principal office is at No. 200 State street, city of Chicago, in the said state of Illinois. It also further shows that it has selected, appointed and designated, and does hereby select, appoint and designate Fred E. Mackentepe as its agent and attorney in fact, whose place of business is at No. 200 State street, city of Chicago, upon whom service may be had in all suits commenced in said state of Illinois, and it hereby consents and agrees that service upon such agent and attorney shall be binding upon it.

It would also show it files herewith as a part of its application a duly certified and authenticated copy of its articles of incorporation certified by the secretary of state of Ohio, and proved by the secre-

tary of this corporation, and the same is made a part of this application and marked exhibit "A."

H. B. DRAKE, President.

A. B. LONG, Secretary.

(Signed and sworn to.)

§§ 6640 et seq., 6653, 6740.

FORM 758.

Affidavit of Local Agent—Illinois.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

Fred E. Mackentepe, being duly sworn on his oath, says that he is of lawful age and that he makes this affidavit for the purpose of complying with the act of the state of Illinois to amend an act entitled, "An act to require every corporation doing business in the said state to have a public office or a place in this state at which to transact its business, subjecting it to a certain condition and requiring it to file its articles of incorporation with the secretary of state and to pay certain taxes and fees thereon. Approved May 26, 1897, and in force July 1, 1897." Approved April 22, 1899, enforced July 1, 1899. and this affiant further says that he is of lawful age and that he is a resident agent and attorney in fact of the Cincinnati Wrecking Company, a corporation duly organized under the laws of the state of Ohio, on the 10th day of January, 1901, for a term of five years; that the amount of the capital stock of said corporation is \$60,000, and the proportion of capital stock of said corporation which is represented by the property located and business transacted in the city of Chicago, state of Illinois, is one-third, and the amount of the capital stock so represented in the state of Illinois is \$20,000, that Fred E. Mackentepe represents said corporation in the state of Illinois, and that his address is No. 200 State street, and that the public office of said corporation and the place for the transacting of its business in the said state of Illinois is at No. 200 State street, in the city of Chicago, Illinois.

(Subscribed and sworn to.)

§§ 6740, 6755.

FORM 759.

Application for Doing Business—Indiana.

To the Secretary of State of the State of Indiana:

The Chicago Wrecking Company, a corporation organized and existing under the laws of the state of Illinois, hereby makes application to the secretary of state of the state of Indiana, for permission for

the purpose of transacting business and exercising its corporate powers in the said state of Indiana. And to obtain such permission, it presents herewith and files with the said secretary of state a duly certified authenticated copy of these articles of incorporation, duly certified by the secretary of state of the state of Illinois, the officer who issued the original articles of incorporation, and who is the custodian of said original articles.

It also files herewith a statement duly verified, signed and sworn to by the president and secretary, as required by the statute of the state of Indiana, approved March 9, 1907, and in force April 10, 1907, and in form as required by the secretary of state of the state of Indiana.

In consideration that this corporation shall be permitted to transact and carry on its business and exercise its corporate powers in the said state of Indiana, it hereby consents, agrees and stipulates, that it will not transfer or cause to be transferred from any court of the state of Indiana to any court of the United States, save by regular courts of appeal, after trial in the said state courts, any action commenced by or against it in any court of the said state of Indiana, by or against any citizen or resident thereof; and in further consideration of the premises it hereby agrees and stipulates that it will not commence in any court of the United States, in the said state of Indiana, on any contract made in the said state of liability accrued therein, in suit or action against any citizen or resident of the state of Indiana.

And this corporation further consents, agrees and stipulates that in case it is licensed and authorized to transact its business and exercise its corporate powers in the said state of Indiana, and shall thereafter transfer or cause to be transferred from any court of the said state of Indiana to any court of the United States, save by regular course of appeal after trial in the said courts, any action commenced by or against it in any court of the said state by or against any citizen or resident thereof; or if it shall commence in any court of the United States in the said state, on any contract made in the said state of Indiana, or liability accrued therein in suit or action against any citizen or resident of the said state of Indiana, it shall thereby or thereupon forfeit all right and authority to do or transact business in the said state or to hold real property or liens thereon.

Wherefore, this corporation asks that a license may be issued permitting and authorizing it to transact its business and exercise its corporate powers in the said state of Indiana.

In witness whereof, the said corporation has caused its name to be

signed hereto, by its president, attested by its secretary, with its corporate seal affixed hereto, this 10th day of January, A. D. 1910.

(Seal.)

THE CHICAGO WRECKING COMPANY,

Attest:

By JOSHUA R. POTTS, President.

JOHN T. MURRAY, Secretary.

§§ 6640 et seq., 6652.

FORM 760.

Application for Doing Business—Indiana.

STATE OF INDIANA, COUNTY OF MARION, ss:

Joshua R. Potts, president, and John T. Murray, secretary, each of lawful age, being duly sworn, upon their oaths, state that they make this application, affidavit and statement for the purpose of complying with an act entitled "An act to regulate the admission of foreign corporations for profit, to do business in the state of Indiana." Approved March 9, 1907, in force April 10, 1907.

That they are respectively president and secretary of the Chicago Wrecking Company, a corporation duly incorporated under the laws of the state of Illinois on the 10th day of May, 1902, for a term of fifty years.

That the business said corporation proposes to pursue under its charter in the state of Indiana is as follows: Wrecking, destroying, tearing down and removing buildings of all kinds, and buying and selling all kinds of building materials, new and second-hand, as authorized by its charter.

That the amount of capital stock of said corporation is \$40,000, and the proportion of the capital stock of said corporation which is represented by the property located and business transacted in the state of Indiana is one fourth; and the amount of the said capital stock so represented in the state of Indiana is \$10,000.

That said corporation is transacting, or intends to transact, business in the following states or countries: Illinois, Wisconsin, Michigan, Indiana, Ohio, Missouri and Iowa.

That the amount paid in upon its capital stock is as follows: \$40,000.

That the property and assets and the estimated value thereof that will be employed in the business of said corporation in the state of Indiana is as follows: Portable engines, towers, derricks, pulleys, cables, horses and vehicles of all kinds, and all kinds of wrecking tools, materials, implements and appliances, and all of the cash value of \$10,000.

That the officers and directors of said corporation are as follows:

Name.	Office.	Residence.
Joshua R. Potts, president,	70 State st.,	Chicago, Cook Co., Ill.
John T. Murray, secretary,	33 Front st.,	Chicago, Cook Co., Ill.
James T. Jerrell, director,	5 Monroe st.,	Chicago, Cook Co., Ill.
Thomas R. Hyde, director,	60 Washington st.,	Chicago, Cook Co., Ill.
Henry R. Platt, director,	25 Dearborn st.,	Chicago, Cook Co., Ill.

That the principal office in Indiana is at No. 225 East Market street in the city of Indianapolis, Ind. That the name of the agent or attorney in fact upon whom service can be had in all suits commenced in the state is Thomas J. Price, and his address is No. 225 East Market street, in the city of Indianapolis, Ind.

JOSHUA R. POTTS, President.

JOHN T. MURRAY, Secretary.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

On this 10th day of January, A. D. 1910, personally appeared before me, a notary public in and for said county, in said state, Joshua R. Potts and John T. Murray, who are respectively president and secretary of the above-described corporation, and made oath that the foregoing statement by them subscribed is true in substance and in fact.

DAVID L. ZOOK, Notary Public.

(Seal.)

FORM 761.

Annual Report—Indiana.

The Chicago Wrecking Company, a corporation organized and existing under the laws of the state of Illinois, and now doing business in the state of Indiana, hereby makes and submits its annual report to the secretary of state, as follows:

1. The name of this corporation is the Chicago Wrecking Company.
2. Its total capital stock is \$40,000.
3. The proportion of its business in the state of Indiana is supposed to be one-fourth.

4. The value of its property and assets in the said state of Indiana and the proportion thereof as compared with its total property and assets is one-fourth.

5. The character of the business being transacted in the said state of Indiana is that of wrecking, destroying, tearing down and removing houses, buildings and structures of all kinds, taking out, removing and transferring and replacing boilers, engines, machinery, furnaces, safes, fixtures of all kinds, and buying and selling all kinds of building materials, engines, boilers, furnaces, safes, and all kinds of fixtures, both new and second-hand.

6. The location of the principal office and place of business of this corporation in the said state of Indiana is at No. 225 East Market street, in the city of Indianapolis, in said state.

7. The name of its resident agent and attorney in fact, residing in and managing and conducting its business in the said state of Indiana, is Thomas J. Price, and his address is the said No. 225 East Market street, in the said city of Indianapolis.

8. The names and addresses of the president and secretary and directors of this corporation are as follows:

Name.	Office.	Residence.
Joshua R. Potts, president,	70 State st.,	Chicago, Cook Co., Ill.
John T. Murray, secretary,	33 Front st.,	Chicago, Cook Co., Ill.
James T. Jerrell, director,	5 Monroe st.,	Chicago, Cook Co., Ill.
Thomas R. Hyde, director,	60 Washington st.,	Chicago, Cook Co., Ill.
Henry R. Platt, director,	25 Dearborn st.,	Chicago, Cook Co., Ill.

In witness whereof, the said corporation has caused its name to be affixed hereto, by its president, attested by its secretary, with its corporate seal affixed this 15th day of January, 1910.

§ 6652.

FORM 762.

Application for Doing Business—Iowa.

To the Secretary of State of the State of Iowa:

The Buckeye Wire Fence Company, a corporation organized under the laws of the state of Ohio on the 10th day of September, 1899, hereby makes application to transact business in the state of Iowa and hereby presents and files with the secretary of state of the state of Iowa a duly verified copy of its articles of incorporation, and would further show and certify that on the 12th day of January, A. D. 1910, the board of directors of this corporation duly enacted and adopted the following preamble and resolutions:

Whereas, It is deemed advisable that this corporation shall establish an office in the city of Des Moines, state of Iowa, employ a part of its capital in doing business in the state of Iowa, and appoint a competent agent and person residing at the said city of Des Moines, in the said state of Iowa, as its agent, for the transaction of its business in the said state;

Therefore, be it resolved, That the certified copy of the articles of incorporation of this corporation be prepared and filed with the secretary of state of the state of Iowa, with a request that a certificate be issued permitting this corporation to transact business in the said state of Iowa; and

Be it further resolved, That service of process is hereby authorized to be made upon any of the officers or agents transacting the business of this corporation acting for or engaged in the transaction of its business in the said state; and

Be it further resolved, That the application for such permit shall contain a stipulation that the said permit shall be subject to all the provisions of the statute of the said state of Iowa made and provided; and

Be it further resolved, That the secretary of this corporation be and hereby is authorized and instructed to do any and all things necessary to carry out the provisions of this resolution, and to secure the permit for this corporation to transact business in the said state of Iowa.

WILLIAM F. HALLIDAY, President.

JOHN SMITH, Secretary.

§§ 6640 et seq., 6653, 6740.

FORM 763.

Application for Doing Business—Kansas.

To the Charter Board of the State of Kansas:

The Home Brewing Company, a corporation organized under the laws of the state of Indiana, hereby makes application to your honorable body for permission to engage in business in the state of Kansas, and it would respectfully show that it files herewith and presents herewith for filing a certified copy of its articles of incorporation. It would show that the place where its principal office and place of business is located is the city of Lawrence, in the county of Douglass, in said state; that the nature and character of the business in which such corporation is to engage in the said state of Kansas is to furnish the citizens, residents and inhabitants of the said city of Lawrence generally and of the county of Douglass and of the said state with mild and harmless drinks, such as: (Here insert.)

That the names and addresses of the officers and directors of the said Home Brewing Company are as follows, to wit:

Rudolph Schaeffer, president, 704 Prospect st., Indianapolis, Ind.

Adolph Schmidt, secretary, 400 South Eastern ave, Indianapolis, Ind.

Peter Leiber, treasurer, 700 South State st., Indianapolis, Ind.

Abram Majoserski, director, 345 Capitol ave., Indianapolis, Ind.

Mike Geiger, director, 1213 South Illinois st., Indianapolis, Ind.

Henreich Teinstein, director, 901 West Thirty-first st., Indianapolis, Ind.

John Wagnitz, director, 1521 North Pennsylvania st., Indianapolis, Ind.

This corporation would show that it is solvent and is now and has

been for ten years last past engaged in the conducting of its business at the said city of Indianapolis, and that its total assets and resources are as follows:

Real estate.....	\$50,000.00
Personal property.....	20,000.00
Merchandise	10,000.00
Bills receivable.....	5,000.00
Cash on hand.....	5,000.00
Accounts receivable.....	2,500.00
Due from bank.....	2,500.00
Bonds and mortgage.....	5,000.00

Total\$100,000.00

It would further show that its total liabilities are as follows:

Bills payable.....	\$5,000.00
Accounts payable.....	2,500.00
Bonded indebtedness secured by mortgage.....	10,000.00

Total\$17,500.00

It would further show that the amount of the capital stock of such corporation is \$100,000, to be divided in 1,000 shares of \$10 each.

This corporation would further show that application is made in good faith, with the honest intention that said corporation shall actually engage in the business above specified and none other.

HOME BREWING COMPANY,
By RUDOLPH SCHAEFFER, President.

STATE OF INDIANA, COUNTY OF MARION, ss:

I, Rudolph Schaeffer, president, and Adolph Schmidt, secretary, of the above-named corporation, do solemnly swear that the above is a full and complete statement of the resources and liabilities of said corporation, as shown by the books of the same, and that all matters and statements contained in the above and foregoing application are true in every particular, to the best of my knowledge and belief, so help me God.

RUDOLPH SCHAEFFER, President.
ADOLPH SCHMIDT, Secretary.

(Subscribed and sworn to.)

§§ 6640 et seq., 6652.

FORM 764.

Application to do Business in Kansas.

To the Charter Board of Kansas:

We, the undersigned, The ——— Company, a corporation organized under the laws of the state of Indiana hereby make application to your

honorable body for permission to engage in business in the state of Kansas, and for that purpose submit the following statement, to wit:

1. A certified copy of the articles of incorporation is filed herewith and marked exhibit A.

2. The principal office and place of business of this corporation is at the city of Indianapolis, county of Marion, state of Indiana.

3. The full nature and character of the business in which said corporation proposes to engage within the state of Kansas is (here state business).

4. The names and addresses of the officers and directors of this corporation are as follows: (Here state.)

5. The resources of this corporation are as follows (here state), and its liabilities are as follows: (Here state.)

6. The amount of the capital stock of said corporation is _____ dollars, divided into _____ shares of _____ dollars each, which has been paid in full (state the amount paid).

This corporation would further state and show that this application is made in good faith with the intention that it shall actually engage in the business specified and none other.

(Signed by the corporation.)

STATE OF INDIANA, COUNTY OF _____, ss:

I, A B, president, and C D, secretary, of the above named corporation, do solemnly swear that the above is a full and complete statement of the resources and liabilities of said corporation as shown by the books of the same, and that said statement and the several matters and things contained in this application are true in every particular, to the best of my knowledge and belief. So help me God.

_____, President,

_____, Secretary.

Subscribed and sworn to before me this _____ day of _____, A. D. 1910.

_____, Notary Public.

(Seal.)

My commission expires _____, 19—.

§§ 6640 et seq., 6652.

FORM 765.

Resolution Authorizing Officers to Execute Consent to do Business— Kansas.

_____, 1910.

At a meeting of the directors of the _____ company, held at its office on the _____ day of _____, 1910, the following resolution was adopted:

“Resolved, That the president and secretary of this company be and

they are hereby authorized and instructed to execute the written consent of this company to be sued in the state of Kansas, in the manner provided in section 3 of an act of the legislature of the state of Kansas, concerning private corporations, approved January 7, 1899."

STATE OF INDIANA, COUNTY OF MARION, SS:

A B being duly sworn on his oath, says he is secretary of the said ——— company of the city of Indianapolis, Marion county, Indiana, and that the foregoing is a true and correct copy of a resolution adopted by the board of directors of said corporation on the ——— day of ———, 1910, together with the minutes concerning said resolution.

A B, Secretary.

(Subscribed and sworn to, etc.)

§§ 6653, 6740, 6755.

FORM 766.

Resolution of Board—Kansas.

INDIANAPOLIS, INDIANA, January 10, 1910.

I, Adolph Schmidt, secretary of the Home Brewing Company, hereby certify that at a meeting of the directors of the Home Brewing Company, duly held at the office of said company in the said city of Indianapolis on the 8th day of January, A. D. 1910, the following resolution was unanimously adopted and entered:

Resolved, That the president and secretary of this, The Home Brewing Company, be, and they hereby are authorized and instructed to execute the written consent of this company to be sued in the state of Kansas, pursuant to, and in the manner provided by the statutes of the state of Kansas in such case made and provided.

STATE OF INDIANA, COUNTY OF MARION, SS:

Adolph Schmidt, being duly sworn, says he is secretary of the Home Brewing Company of Indianapolis, Indiana, and that the foregoing is the full, true and correct copy of the resolution adopted by the board of directors of the said Home Brewing Company, on the said day of January, A. D. 1910, together with the minutes in relation to the adoption of said resolution.

ADOLPH SCHMIDT, Secretary.

(Subscribed and sworn to.)

§§ 6740, 6755.

FORM 767.

Appointment of Agent—Kansas.

The undersigned, The Home Brewing Company, a corporation organized under the laws of the state of Indiana with its principal office

and place of business at the city of Indianapolis, Marion county, in said state of Indiana, in consideration that it be permitted to transact business in the state of Kansas, hereby consents and agrees that any and all actions may be commenced and maintained against it in the proper court of any county in the state of Kansas, in which a cause of action against it may arise or may have heretofore arisen, or in which the plaintiff may reside and that service of process may be had on the secretary of state of the state of Kansas; and it hereby consents, stipulates and agrees that such service of process shall be taken and held in all courts to be as valid and binding as if due service had been made upon the president or any other chief officer of said corporation; and it hereby consents, stipulates and states that in consideration of the premises this written consent for service of process on the secretary of the state of Kansas shall be and is irrevocable.

In witness whereof, this corporation has hereunto caused its name to be signed by its president, attested by its secretary and authenticated by the seal of the corporation, at the said city of Indianapolis, in said state of Indiana, this 10th day of January, A. D. 1910.

(Seal.)

THE HOME BREWING COMPANY,
By RUDOLPH SCHAEFFER, President.

Attest:

ADOLPH SCHMIDT, Secretary.

§ 6653.

FORM 768.

Annual Report—Kansas.

The Home Brewing Company, a corporation organized and existing under the laws of the state of Indiana, with its principal office and place of business at the city of Indianapolis, county of Marion, in said state, and having an office and a place of business within the state of Kansas at the city of Lawrence, would make and submit to the charter board of the state of Kansas, the following annual detailed report and statement of all its capital stock, property, assets and resources as well as its liabilities, for the year ending December 31, 1909, to wit:

Authorized capital stock.....	\$100,000.00
Capital stock subscribed and paid in.....	100,000.00
Par value per share.....	100.00

RESOURCES.

Real estate.....	\$75,000.00
Personal property.....	10,000.00
Merchandise	5,000.00
Bills receivable.....	5,000.00
Accounts receivable.....	2,500.00

LIABILITIES.

Bills payable.....	\$5,000.00
Accounts payable.....	2,500.00
Bonds secured by mortgages on real estate.....	10,000.00
Total.....	<hr/> \$17,500.00

The following are the names and postoffice addresses of the directors of this corporation :

Names.	Addresses.
Peter Leiber, 700 South State street, Indianapolis, Ind.	
Abram Majoserskwi, 345 Capitol avenue, Indianapolis, Ind.	
Mike Geiger, 1213 South Illinois street, Indianapolis, Ind.	
Henreich Teinstein, 901 West Thirty-first street, Indianapolis, Ind.	
John Wagnitz, 1521 North Pennsylvania street, Indianapolis, Ind.	

The following are the names and addresses of the officers of this corporation :

Names.	Addresses.
Rudolph Schaeffer, president, 704 Prospect street, Indianapolis, Ind.	
Adolph Schmidt, secretary, 400 Southeastern avenue, Indianapolis, Ind.	
Peter Leiber, treasurer, 700 South State street, Indianapolis, Ind.	

STATE OF INDIANA, COUNTY OF MARION, SS:

We, Rudolph Schaeffer, president, and Adolph Schmidt, secretary, of the above named Home Brewing Company, do solemnly swear that the above is the full, true and complete statement of the condition of the said Home Brewing Company on the said 31st day of December, 1909, as shown by the books of said corporation, as well as a list of the directors and officers thereto duly elected and appointed for the ensuing year.

(Subscribed and sworn to.)

§ 6652.

FORM 769.

Location of Office and Appointment of Agent—Kentucky.

To the Secretary of State of the State of Kentucky :

I, Henry C. Drake, president of the Drake Novelty Company, a corporation organized under the laws of the state of Ohio and having its

principal office and place of business at the city of Cincinnati in the said state of Ohio herewith presents a statement signed by me as president of said Drake Novelty Company, showing the location of the office of said company in the said state of Kentucky where it proposed to carry on business, and giving the name of its resident agent upon whom process may be served, to wit:

State of Ohio, City of Cincinnati, January 1, 1910.

The principal office and place of business in the state of Kentucky where the Drake Novelty Company, a corporation organized under the laws of the state of Ohio, shall have its principal office and transact its business in the state of Kentucky is at No. 500 Front street, in the city of Newport, county of Campbell, state of Kentucky.

And the said Drake Novelty Company has appointed and designated and hereby does appoint and designate Harry Weber its agent, located at No. 500 Front street of Newport, Kentucky, upon whom process may be served in any suit or action that may be brought against said company within the state of Kentucky.

Dated this first day of January, A. D. 1910.

(Seal.)

By **DRAKE NOVELTY COMPANY,**
HENRY M. DRAKE, President.

Attest:

J. R. LONG, Secretary.

§§ 6640 et seq., 6653, 6740, 6755, 6760, 6761.

FORM 770.

Application for Doing Business—Louisiana.

To the Secretary of State of the State of Louisiana:

The undersigned, the Austin Abattoir Company, hereby makes application for the privilege of carrying on and transacting business in the state of Louisiana and it would represent and show that it is a corporation organized under the laws of the state of Texas with its principal office and place of business at the city of Austin in said state of Texas; that it hereby makes application to establish a local domicile and to carry on and transact its business at the city of Baton Rouge in the state of Louisiana, and that it proposes to and has its principal office established at the said city of Baton Rouge in the said state of Louisiana.

It would further represent and show that it has selected and designated, and hereby does select, designate, constitute and appoint Thomas Kernan of the said city of Baton Rouge, of the parish of East

Baton Rouge in the said state of Louisiana, its agent and its true and lawful attorney in and for the said state of Louisiana, upon whom all process of law of any and every kind, against said company, may be served in any action or special proceeding against said company in the state of Louisiana, pursuant to and in accordance with all the provisions and statutes and laws of the said state of Louisiana in such acts made and provided, and such other acts and laws as may hereafter be passed amendatory thereof and supplemental thereto and the said Thomas Kernan as such agent and the attorney of this corporation is hereby duly authorized and empowered to receive and accept service of process in all cases as provided for by the laws of the state of Louisiana, and such service shall be deemed valid and binding upon this corporation according to the constitution and laws of the said state of Louisiana. This appointment to continue in force for the period of time and in the manner provided for by the statutes and laws of the state of Louisiana, and until another agent or attorney shall be duly and regularly substituted.

In witness whereof, the said Austin Abattoir Company, in accordance with a resolution of its board of directors duly adopted and entered on the 1st day of January, A. D. 1910, has hereunto caused its name to be subscribed by its president and attested by its secretary with its corporate seal affixed, at the said city of Austin in the said state of Texas on the 1st day of January, A. D. 1910.

(Seal.)

AUSTIN ABATTOIR COMPANY,

Attest:

By JOHN M. PATTERSON, President.

W. M. KEY, Secretary.

(Duly acknowledged.)

§§ 6640 et seq., 6653.

FORM 771.

Resolution of Board of Directors—Louisiana.

Austin, Texas, January 1, 1910.

I, William M. Key, secretary of the Austin Abattoir Company, hereby certify that at a meeting of the board of directors of the Austin Abattoir Company on the 1st day of January, A. D. 1910, at the office of the company, city of Austin, state of Texas, a quorum of which said board of directors being present, the following proceedings among others was had:

Mr. Thomas R. Reade introduced the following resolution:

Resolved, That this company having applied for admission to transact business in the said state of Louisiana in conformity with the laws thereof, hereby makes, constitutes and appoints Thomas J. Kernan, of the city of Baton Rouge in the said state of Louisiana its resident

agent and its true and lawful attorney in and for the said state of Louisiana, and hereby authorizes the president and secretary, under the corporate seal of this company to file in the office of the secretary of state of the said state of Louisiana a written declaration, setting forth the domicile of this corporation and designating the city of Baton Rouge in the said state of Louisiana as the place and domicile in the said state of Louisiana where it proposes to transact business and where it is transacting business and to state and declare therein that the said Thomas J. Kernan has been and is duly appointed, designated and constituted the resident agent and attorney in the said state of Louisiana upon whom process may be served, and that the said president and secretary are hereby authorized and empowered, under the corporate seal of this company to make, constitute and appoint the said Thomas J. Kernan, of the said city of Baton Rouge, its agent and true and lawful attorney in and for the said state of Louisiana, upon whom all process of law whether mesne or final against this company may be served in any action or special proceeding against it in said state of Louisiana, subject to and in accordance with all the provisions and statutes of the law of said state now in force, and such other acts and laws as may hereafter be passed, amendatory thereof and supplemental thereto; and the said Thomas J. Kernan as such agent and attorney to be duly authorized and empowered as agent of this company to receive and accept service of process, in all cases as provided for by the by-laws of the state of Louisiana, and that any such service shall be deemed and taken to be valid and binding as personal service upon this corporation, pursuant to and in accordance with the constitution and the laws of the said state of Louisiana; and

Be it further resolved, that this appointment is to continue in force for the period of time and in the manner provided for by the statutes and laws of the said state of Louisiana, and until another agent and attorney shall be duly and regularly appointed instead of and in the place of the said Thomas J. Kernan.

The motion on resolution was unanimously adopted.

I, William M. Key, secretary of the said Austin Abattoir Company, hereby certify that the above and foregoing is a full, true and complete copy of the resolution and the minutes showing the adoption of said resolution by the board of directors of such corporation, authorizing the appointment of an agent and attorney for the said corporation in the state of Louisiana.

Witness my hand and the seal of the said corporation at the said city of Austin, state of Texas, this 1st day of January, A. D. 1910.

§§ 6740, 6755, 6760, 6761.

(Signed.)

FORM 772.

Application for Doing Business—Maine.

To the Secretary of State of the State of Maine:

The undersigned, The Brown Granite Monument Company, a corporation organized and existing under the laws of the state of Vermont, having its principal office and place of business at the city of Bennington, in the county of Bennington, in said state of Vermont, hereby makes application to transact and to carry on its business, and to have an office and place of business in the city of Bangor, county of Penobscot, in said state of Maine.

And for the purpose of obtaining such permission it hereby presents herewith and hereby offers to file and does file with the secretary of state of the said state of Maine a copy of its articles of incorporation duly certified by the secretary of state of the said state of Vermont, who has charge and custody of the original record and articles of incorporation; and it hereby presents and offers to file and does file herewith a full, true and complete copy of its by-laws, and all amendments thereto, duly certified and approved by its secretary, as required by the secretary of state of the said state of Maine.

And it further hereby states and shows:

1. The name of this corporation is the Brown Granite Monument Company.

2. That its principal office and place of business is at the city of Bennington, county of Bennington, in the state of Vermont, and that the following are the names and addresses of its officers and its board of directors:

Names.	Offices.	Postoffice addresses
John M. Brown, president,	Bennington,	Bennington county, Vt.
James V. Merrill, vice-president,	Bennington,	Bennington county, Vt.
Alexander R. Brown, secretary,	Bennington,	Bennington county, Vt.
Robert E. Heally, treasurer,	Bennington,	Bennington county, Vt.
Ernest D. Barber, director,	Bennington,	Bennington county, Vt.
William B. Sheldon, director,	Bennington,	Bennington county, Vt.
Robert E. Heally, director,	Bennington,	Bennington county, Vt.

That the date of the annual meeting for the election of officers is the first Monday of January of each year and that the said above named officers were elected on the 3rd day of January, 1910, to serve for the ensuing year.

That the amount of the authorized capital stock is \$50,000, all of

which has been issued and paid in and which is divided into 5,000 shares of the par value of \$100 each.

(Subscribed and sworn to.) JOHN M. BROWN, President,
ALEXANDER BROWN, Secretary.

§ 6640 et seq.

FORM 773.

Appointment of Agent—Maine.

To the Secretary of State of the State of Maine:

The Brown Granite Monument Company, a corporation organized and existing under the laws of the state of Vermont, with its principal office and place of business at the city of Bennington, county of Bennington in said state, having made application to the secretary of state of the state of Maine for permission to locate an office at the city of Bangor in the state of Maine and to transact business in the said city and state pursuant to the laws thereof, does hereby constitute and appoint the secretary of state of the state of Maine, and his successor in business, its agent and its true and lawful attorney in and for the said state of Maine, upon whom all lawful process in any action or proceeding against it in said state may be served, in like manner and with the same effect as if such corporation existed in said state. And this corporation hereby assents, stipulates and agrees that any lawful process against it from any of the courts of the said state of Maine, which may be served on its state agent and attorney, or said secretary of state shall be of the same legal force and binding effect and valid as if served on said corporation.

This corporation further agrees and consents that this appointment and the authority of its said agent and attorney shall continue in force so long as any liability remains outstanding against it in the said state of Maine.

This corporation files herewith a duly certified and approved copy of a resolution of its board of directors, duly adopted and entered, authorizing the appointment of said agent and attorney.

In witness whereof, the said Brown Granite Monument Company, by authority of its board of directors, has caused these presents to be subscribed by its president and attested by its secretary with its corporate seal affixed hereto, this 3rd day of January in the year of our Lord, one thousand nine hundred and ten.

(Seal.) JOHN M. BROWN, President.
ALEXANDER BROWN, Secretary.
(Duly acknowledged.)

§§ 6653, 6740, 6755, 6760, 6761.

FORM 774.

Resolution of Board of Directors—Maine.

STATE OF VERMONT, COUNTY OF BENNINGTON, ss:

I, Alexander Brown, secretary of the Brown Granite Monument Company, a corporation organized under the laws of the state of Vermont, and having its principal office and place of business at the city of Bennington in said state, hereby certify that the following is a full, true and correct copy of a resolution duly adopted and entered at a meeting of the board of directors of said corporation, a quorum thereof being present, held at its office in the said city of Bennington on the 3rd day of January, 1910:

"Thereupon Mr. Brown introduced the following preamble and resolution:

Whereas, This corporation desires to do business in the state of Maine; and

Whereas, It has made application to the secretary of state of the state of Maine to establish an office and to carry on business at the city of Bangor, county of Penobscot, state of Maine;

Therefore, be it resolved, That this corporation hereby selects, appoints and designates the secretary of state of the state of Maine, and his successor in office, as its agent and true and lawful attorney, in and for the said state of Maine, upon whom legal and lawful process in any action or proceeding against this corporation in the said state of Maine may be served, and to whom any notice and copies of the legal processes may be addressed in like manner and with the same effect as if this corporation existed in said state. And in consideration that it may be permitted to transact business in said state, it hereby stipulates and agrees that any lawful process in any action or proceeding against it, which is or may be served on its said agent and attorney, the secretary of state shall be of the same legal force and valid as if served on this corporation.

And in further consideration of the premises the appointment of such agent and his authority shall continue in force so long as any liability remains outstanding against this corporation in the said state of Maine;

And be it further resolved, That the president and secretary of this corporation are hereby authorized to execute in the name of this corporation and under its corporate seal a certificate of authority or power of attorney to the said secretary of state of the state of Maine, in conformity with its resolution and pursuant to the laws of the said state of Maine.

On motion the said resolution was unanimously adopted."

(Certified by the affidavit of secretary.)

§§ 6760, 6761.

FORM 775.

Application for Doing Business—Maryland.

To the Secretary of State of the State of Maryland:

The Deep Sea Fisheries Company, a corporation duly organized and existing under the laws of the state of New Jersey, with its principal office and place of business at the city of Jersey City in the said state of New Jersey, hereby makes application to the secretary of state of the state of Maryland for permission to transact and carry on its business at the city of Annapolis, county of Anne Arundel, in the state of Maryland, and for such purpose does herewith present and offer to file and does herewith file a certified copy of its articles of incorporation, and does hereby make and present the following statement and certificate:

1. The name of this corporation is the Deep Sea Fisheries Company.

2. The domicile and location of the principal office and place of business of said corporation is the state of New Jersey, and proposed to be and is located at the city of Jersey City, county of Hudson, state of New Jersey.

3. The names and addresses of its officers are as follows:

Names.	Offices.	Addresses.
J. R. Bowen,	president,	200 South W street.
Fred W. Gaston,	treasurer,	400 West Thirty-first street.
William Greece,	secretary,	800 Main street.

The names and addresses of its directors are as follows:

Names.	Addresses.
J. B. Bowen,	500 Main street.
Fred W. Gaston,	635 Illinois street.
Thomas H. Ross,	810 Illinois street.
Max A. Sullivan,	400 North Meridian street.
William T. Von Der Lippe,	600 Delaware street.

4. The principal office and place of business of said corporation in the state of Maryland is proposed to be and is located at the city of Annapolis.

5. The amount of the authorized capital stock of this corporation is \$25,000, divided into 200 shares of the par value of \$100 each; and all of which said capital stock has been paid in in full.

6. The names and addresses of the stockholders of this corporation

residing in the state of Maryland, and the number of shares of stock of this corporation owned and held by each are as follows:

Names.	Addresses.	No. of shares.
A. T. Brady,	100 King street,	Annapolis, Md., 5 shares.
Robert Moss,	500 Bay street,	Annapolis, Md., 3 shares.
Jerry L. Smith,	200 Broad street,	Annapolis, Md., 1 share.

7. The amount of the capital stock employed in the state of Maryland by this corporation is \$10,000.

8. This corporation hereby appoints Arthur B. Owens, residing at the said city of Annapolis, state of Maryland, as its agent in said state upon whom any and all legal process in any proceeding or action against this corporation in the said state of Maryland may be served.

9. This corporation hereby agrees and declares that so long as any liability remains outstanding against it in the said state of Maryland, the appointment and authority of said Arthur B. Owens, its said agent, shall continue until a substitute is duly appointed and properly certified.

To the secretary of state of the state of Maryland.

(Signed and sworn to by president and treasurer.)

§§ 6640 et seq., 6652, 6653.

FORM 776.

Agent's Acceptance of Appointment—Maryland.

City of Annapolis, Md., January 10, 1910.

To the Secretary of State of the State of Maryland:

I, the undersigned, having been appointed the resident agent of the Deep Sea Fisheries Company, a corporation organized and existing under the laws of the state of New Jersey, with its principal office and place of business at the city of Jersey City in said state, hereby notify you that I have accepted the appointment as the resident agent of the said company to reside in the city of Annapolis, in the state of Maryland, upon whom legal process against said corporation may be served.

ARTHUR B. OWENS, Resident Agent.

STATE OF MARYLAND, CITY OF ANNAPOLIS, SS:

Personally appeared before me, Robert Moss, a notary public in and for said city and state, the above named Arthur B. Owens, who acknowledged the signing of the above acceptance of appointment of resident agent as his free act and deed for the uses and purposes therein mentioned.

Witness my hand and notarial seal, etc.

§§ 6740, 6755.

FORM 777.

Application for Doing Business—Massachusetts.

To the Commissioner of Corporations of the Commonwealth of Massachusetts:

The Kennebec Lumber Company, a corporation duly organized and existing under the laws of the state of Maine, with its principal office and place of business at the city of Augusta, county of Kennebec, state of Maine, hereby makes application for permission to carry on and transact its business at the city of Boston in the commonwealth of Massachusetts and it presents herewith and offers to file and does hereby file with the commissioner of corporations a certified copy of the articles of incorporation, duly certified under the seal of the secretary of state of the said state of Maine, in which the said corporation was organized and incorporated; and it tenders herewith and offers to file and does herewith file a true and correct copy of its by-laws, duly certified by the secretary of this corporation under its corporate seal, as required by the commissioner of corporations. And it hereby makes the following statement and certificate, to wit:

1. The name of this corporation is the Kennebec Lumber Company.
2. The location of its principal office and place of business is at the city of Augusta, county of Kennebec, state of Maine.
3. The names and addresses of its officers and the members of its board of directors as follows:

Name.	Office.	P. O. Address.
Melvin Sawtelle, president,	500 Front street,	Augusta, Maine.
George K. Bassett, vice-president,	1000 Bay street,	Augusta, Maine.
O. G. Hall, treasurer,	600 Main street,	Augusta, Maine.
Melvin E. Sawtell, director,	500 Front street,	Augusta, Maine.
George K. Bassett, director,	1000 Bay street,	Augusta, Maine.
Lowling Phar, director,	300 Illinois street,	Augusta, Maine.
M. H. Simons, director,	500 Meridian street,	Augusta, Maine.
Joseph Williamson, director,	400 Delaware street,	Augusta, Maine.

4. The date of the annual meeting for the election of officers to this corporation is the second Monday of January in each year.
5. The amount of the authorized capital stock, all of which is issued, is \$100,000.

6. The said capital stock is divided into 1000 shares of the par value of \$100 each, \$75,000 of which was paid in cash, and \$25,000 thereof was paid in property by the conveyance of real estate, saw mills, planing mills and machinery for the manufacture of sashes, doors, blinds and ornamental work for building purposes.

7. This corporation herewith files the appointment of a resident agent and attorney upon whom legal process may be served, and it also files a certified copy of a resolution of its board of directors authorizing the appointment of such agent and attorney.

(Signed and sworn to by the president and treasurer and a majority of the board of directors.)

§§ 6640 et seq., 6652.

FORM 778.

Appointment of Agent.

To the Commissioner of Corporations for the State of Massachusetts:

You are hereby notified that the undersigned, The Kennebec Lumber Company, a corporation organized and existing under the laws of the state of Maine, and located at the city of Augusta in said state, desiring to transact business in the commonwealth of Massachusetts, and having made application therefor, in conformity with the statutory requirements of said commonwealth, does hereby constitute and appoint the commissioner of corporations of said commonwealth, and his successor in office, as the agent and as the true and lawful attorney of this corporation in and for the said commonwealth, upon whom all lawful process in any action or proceeding against this corporation in such commonwealth may be served, in like manner and with the same effect as if this corporation existed in said commonwealth.

In consideration of the premises this corporation hereby consents, stipulates and agrees that any lawful process against it, which is served on its said agent and attorney, shall be of the same legal force and binding validity as if served on this corporation.

In further consideration of the premises this corporation hereby consents and agrees that the said appointment and the authority of said agent and attorney shall continue in force so long as any liability remains outstanding against this corporation in said commonwealth.

(Signed.)

§§ 6653, 6740, 6755.

FORM 779.

Resolution of Directors Appointing Agent—Massachusetts.

I, A. M. Goddard, secretary of the Kennebec Lumber Company, hereby certify that at a meeting of the board of directors of the said corporation held at its office at the city of Augusta, in the state of Maine, on the 3rd day of January, 1910, a quorum of said board being present, the following proceedings among others were had:

“Mr. George K. Bassett introduced the following preamble and resolution:

Whereas, This corporation desires to establish an office and conduct and carry on business at the city of Boston in the commonwealth of Massachusetts; and

Whereas, It has made application to the commissioner of corporations of the said commonwealth for permission to establish such office and to transact and carry on its business in the said commonwealth of Massachusetts;

Therefore, resolved, That this corporation hereby selects, appoints and designates the commissioner of corporations of the commonwealth of Massachusetts, and his successor in office, as its agent and as its true and lawful attorney, in and for said commonwealth, upon whom all legal and lawful process in any proceeding or action against this corporation arising in said commonwealth may be served. And this corporation hereby consents, stipulates and agrees that any lawful process against it, which may be served on its said agent and attorney, shall be of the same legal force and validity as if served on this corporation itself.

Be it further resolved, That in consideration of the premises the said appointment of said agent and attorney, and his authority shall continue in force so long as any liability remains outstanding against this corporation in the said commonwealth.

Be it further resolved, That the president and secretary of this corporation be and they are hereby authorized to execute in its name and under its corporate seal a certificate of authority and power of attorney to the said commissioner of corporations for the commonwealth of Massachusetts, in conformity with this resolution, and pursuant to the laws of said commonwealth.

Which said resolution was on motion unanimously adopted.”

(Approved by oath of secretary.)

§§ 6630, 6760, 6761.

FORM 780.

Appointment of Auditor—Massachusetts.

STATE OF MAINE, COUNTY OF KENNEBEC, ss:

The Kennebec Lumber Company, a corporation duly organized and existing under the laws of the state of Maine, with its principal office and place of business at the city of Augusta, in said state, did, by its board of directors at the regular meeting of said board held at its office in the said city of Augusta on the 3d day of January, A. D. 1910, appoint, select and employ Arthur P. French, of the said city of Boston,

as auditor, pursuant to the provisions of the statutes of the commonwealth of Massachusetts in such case made and provided.

(Signed by the directors.)

FORM 781.

Oath of Auditor—Massachusetts.

COMMONWEALTH OF MASSACHUSETTS, CITY OF BOSTON, SS:

Personally appeared before me, James L. Bruce, a notary public in and for said city of Boston, commonwealth of Massachusetts, Arthur P. French, the person named in the above and foregoing appointment as auditor, and upon oath says he will faithfully perform the duties of auditor of the said Kennebec Lumber Company, as required by the statute of the commonwealth of Massachusetts.

(Subscribed and sworn to.)

FORM 782.

Annual Statement—Massachusetts.

We, Melvin E. Sawtelle, president, and O. G. Hall, treasurer, of the Kennebec Lumber Company, and George K. Bassett, Lowing Phar, M. H. Simons, Joseph Williamson, being a majority of the directors of the Kennebec Lumber Company, a corporation duly organized and existing under the laws of the state of Maine, having an office and place of business at No. 200 Beacon street, in the city of Boston, in the commonwealth of Massachusetts, in compliance with the statutes and the laws of the said commonwealth, do hereby make and file the annual report of the condition of said corporation as required by the statutes of said commonwealth, and do hereby certify the condition of said corporation on the 25th day of December, A. D. 1909, to be as follows, to wit:

1. The amount of the authorized capital stock of this corporation was \$100,000.

2. That said corporation paid local tax in this commonwealth in the preceding years to the amount of \$1,500.

3. That the total assets of this corporation on the above date were as follows:

Real estate.....	\$50,000
Machinery, tools and implements.....	10,000
Merchandise, including stock and manufactured products...	25,000
Bills receivable.....	10,000
Cash on hand.....	2,500
Accounts receivable.....	2,500

Total\$100,000

4. That the total liabilities of this corporation are as follows:

Accounts payable.....	\$5,000
Floating indebtedness.....	2,500
Bonds secured by mortgage on real estate.....	5,000

Total\$12,500

5. That there has been no change in the name of the corporation or in the location of its principal office.

6. The names and addresses of the president, treasurer, clerk (secretary) and directors are as follows:

Names.	Offices.	P. O. Address.
Melvin E. Sawtelle,	president,	500 Front street, Augusta, Me.
O. G. Hall,	treasurer,	600 Main street, Augusta, Me.
A. M. Goddard,	clerk, secretary,	85 Bay street, Augusta, Me.
Melvin E. Sawtelle,	director,	500 Front street, Augusta, Me.
O. G. Hall,	director,	600 Main street, Augusta, Me.
George K. Bassett,	director,	1000 Bay street, Augusta, Me.
Joseph Williamson,	director,	400 Delaware street, Augusta, Me.

7. The date of the annual meeting for the election of officers is the second Monday in January in each year, and the above-named officers were elected at the last regular meeting to serve for the ensuing year.

8. The said capital stock of the said corporation is divided into 1,000 shares of the par value of \$100 each, and the entire sum has been paid in cash.

(Signed and sworn to by the officers and directors.)

§ 6653.

FORM 783.

Certificate of the Auditor—Massachusetts.

AUGUSTA, ME., January 10, 1910.

I, Arthur P. French, of the city of Boston, in said state, the duly selected auditor of the Kennebec Lumber Company, a corporation organized and existing under the laws of the state of Maine, hereby certify that I have made and completed an examination of the books of said corporation and I have seen and inspected the annual report and statement and the certificate of condition as executed by the officers of the said corporation to which this certificate is attached and made a part; I hereby further certify and report that I find that said certificate represents the true condition of the business and affairs of said corporation as designated by its books.

This certificate is made by me pursuant to and in compliance with

the provisions of the statutes and laws of the commonwealth of Massachusetts.
(Subscribed and sworn to.)

FORM 784.

Acceptance by Agent—Massachusetts.

COMMONWEALTH OF MASSACHUSETTS, CITY OF BOSTON, 200 BEACON STREET, SS:

JANUARY 10, 1910.

To the Commissioner of Corporations of the Commonwealth of Massachusetts:

I hereby notify you that I have accepted the appointment as auditor of the Kennebec Lumber Company, a corporation organized and existing under the laws of the state of Maine; that its principal office and place of business is at the city of Augusta, county of Kennebec, in said state, and that I have taken the oath to perform the duties required of me by the laws of this commonwealth, and I have this day notified the Kennebec Lumber Company of my acceptance of the appointment as such auditor.

The office and place of business of the said Kennebec Lumber Company is at No. 200 Beacon street, Boston.

(Signed) ARTHUR P. FRENCH, President.

§ 6630.

FORM 785.

Notice of Acceptance by Agent—Massachusetts.

COMMONWEALTH OF MASSACHUSETTS, CITY OF BOSTON, SS:

JANUARY 10, 1910.

To the Kennebec Lumber Company, Augusta, Me.:

I take pleasure in notifying you that I have accepted the appointment by your company as auditor therefor in the city of Boston, and beg to say that we have this day notified the commissioner of corporations for the Commonwealth of Massachusetts that I have accepted said appointment and taken an oath to faithfully discharge my duties as such auditor under the laws of this commonwealth.

Very truly, ARTHUR P. FRENCH.

FORM 786.

Application for Doing Business—Michigan.

To the Secretary of State of the State of Michigan:

The Chicago Wrecking Company, a corporation organized and existing under the laws of the state of Illinois, hereby makes application

for transacting business in the state of Michigan, and for such purpose hereby makes the following declaration in compliance with and pursuant to the statutes of the state of Michigan and says:

First. The location of its principal office is at No. 1001 State street, in the city of Chicago.

Second. The names and addresses of its principal officers are as follows:

Names.	Office.	P. O. Addresses.
James L. Purcell,	President,	6000 State St., Chicago.
John H. Quick,	Secretary,	2500 Dearborn St., Chicago.

Third. The names and addresses of the officers and agents of the company in charge of the business in Michigan are:

Names.	Addresses.
William L. January,	504 Washington St., Detroit, Mich.
Buhl Block,	700 Adams St., Detroit, Mich.

Fourth. The authorized capital stock of the said corporation is \$40,000.

Fifth. The total value of the property owned and used by this company in its business is as follows: (Give location and general character and state separately the value of the tangible property, its cash and credit, franchise, patents, trade marks, formulas, good will, etc.)

Sixth. The value of the property owned and used by said corporation in the state of Michigan is as follows:

(Here set out as above.)

Seventh. The total amount of business transacted by said corporation during the preceding year was \$250,000.

Eighth. No business was transacted by this corporation in the state of Michigan in the preceding year.

Ninth. The particular purpose and the particular kind of business for which this corporation desires to be permitted to do business in the state of Michigan is as follows, to wit: wreck, destroy, tear down and remove buildings and structures of all kinds, and tear out, take out and remove boilers, engines, fixtures, furnaces, safes and all kinds of machinery, fixtures and appliances, used in building shops and houses; and to sell all kinds of material taken from such buildings, structures, houses and all such fixtures, including boilers, engines and machinery, and to buy and sell at wholesale and retail building material of all kinds both new and second-hand.

Tenth. The period of existence of this corporation will expire on the 1st day of July, A. D. 1940.

In witness whereof, the said Chicago Wrecking Company has caused

its name to be hereunto attached by its president, attested by its secretary and has caused its corporate seal to be affixed hereto on this 25th day of January, A. D. 1910.

CHICAGO WRECKING COMPANY,
By JAMES E. PURCELL, President.

JOHN H. QUICK, Secretary.

(Subscribed and sworn to.)

§§ 6640 et seq., 6652.

FORM 787.

Appointment of Agent for Service of Process—Michigan.

At a special meeting of the board of directors of the Chicago Wrecking Company, duly called and held at the office of the company at the city of Chicago on the 25th day of January, A. D. 1910, the following resolution was adopted:

Resolved, That Jasper C. Gates, of the city of Detroit, in the state of Michigan be and is duly appointed the agent of this company and authorized to accept and acknowledge service of any and all process for and on behalf of this company, and this company does hereby consent that service of process upon said Jasper C. Gates shall be taken and held to be as valid as if served upon this company according to the laws of the state of Michigan or any other state and this company hereby waives all claims of error by reason of such service.

JOHN H. QUICK, Secretary.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

James E. Purcell, president of the Chicago Wrecking Company, does hereby certify that the above and foregoing is a true and correct copy of a resolution adopted on the 10th of January, A. D. 1910, appointing Jasper C. Gates, agent of said company, to acknowledge service of process.

(Signed by president, attested by seal.)

§§ 6653, 6740, 6755.

FORM 788.

Annual Report—Michigan.

To the Secretary of State of the State of Michigan:

Pursuant to the laws of the state of Michigan, the undersigned directors of the Chicago Wrecking Company, a corporation organized and existing under the laws of the state of Illinois, with its principal office at the city of Chicago, and doing business in the city of Detroit, in the said state of Michigan, would respectfully submit the following annual report and statement of its condition on the 31st day of December, 1909.

1. The character of the business in which this corporation has been engaged during the year in wrecking, destroying, tearing down, and removing buildings, structures of all kinds, and removing and taking out boilers, engines, furnaces, machinery and all kinds of fixtures from buildings, structures and residences, and buying and selling building material of all kinds and all such engines, boilers, furnaces, safes and fixtures taken from such buildings, structures and houses, and buying and selling at wholesale and retail building material of all kinds new and second-hand during the year ending December 31, 1909.

2. The place at which the operation of this business has been conducted is at the city of Detroit in the said state of Michigan, with its office located at No. 400 Huron street in said city.

3. The amount of authorized capital stock of this corporation is \$60,000.

4. The amount of capital stock subscribed is \$60,000.

5. The amount of capital stock actually paid in in cash is \$60,000.

6. The amount of capital stock actually paid in in property is nothing.

7. The cash value, as near as can be estimated, of all the property owned by this corporation is itemized as follows:

a. Real estate used in this business.....	\$10,000
b. Real estate not used in this business.....	Nothing
c. Goods, chattels, merchandise and other tangible property..	50,000
d. Cash on hand, including deposit in bank.....	-5,000
e. Patent rights, copyrights, trade marks and formulæ (estimated \$5,000).....	
f. Good will (estimated \$10,000).....	15,000
g. Value of all the credits owing to the corporation.....	10,000
h. All other property, one automobile.....	2,000

Total of above itemized..... \$92,000

8. The amount of all debts by the above corporation is itemized as follows:

Liability on real estate mortgage.....	\$5,000
Liability on chattel mortgage.....	Nothing
Liability on all secured indebtedness.....	Nothing
Liability on all unsecured indebtedness.....	5,000

Total of above itemized..... \$10,000

9. The following are the names and postoffice addresses and shares of stock owned by the stockholders of this company:

Names.	P. O. Address.	Shares of stock held, par value \$100 each.
_____	_____	_____
_____	_____	_____
_____	_____	_____

10. This corporation was organized and incorporated on the 10th day of May, 1905.

11. The names of the officers and directors, together with the post-office addresses of the officers and directors, are as follows:

Names.	Office.	P. O. Addresses.
_____	President	_____
_____	Secretary	_____
_____	Director	_____
_____	Director	_____

12. The foregoing is a true statement of the condition of the company, together with the names and postoffice addresses of the stockholders and the number of shares held by each and also the names and post office addresses of the officers and directors of this corporation.

Witness our signatures:

(Signed by officers and majority of the directors.)

(Sworn to by secretary.)

§ 6653.

FORM 789.

Annual Report of Mining Company—Michigan.

The Guaranty Copper Company, a corporation organized under the laws of New Jersey, with its principal office in the city of Trenton in said state, at No. 500 Washington street in the said city, hereby submits to the secretary of state of the state of Michigan the following annual report of its condition on the 31st day of December, A. D. 1909.

First. The amount of cash paid in on the capital stock is \$100,000.

Second. The amount of capital paid in by the conveyance of property to the corporation is \$200,000.

Third. The entire amount invested in real estate is \$500,000.

Fourth. The amount of personal estate is \$100,000.

Fifth. The amount of unsecured or floating debts of the corporation, as near as can be estimated, is \$50,000.

Sixth. The amount of secured or bonded debts of the corporation is \$200,000.

Seventh. The amount due to the corporation is \$25,000.

Eighth. The number of gross tons of copper obtained is \$500,000.

Ninth. The number of gross tons of 2,240 lbs. each of iron ore, mined and shipped, is \$200,000.

Tenth. The number of gross tons of mineral coal mined is nothing.

Eleventh. The number of gross tons of pig iron mined is nothing.

Twelfth. The number of tons of any other mineral or ore mined is \$50,000.

Thirteenth. The amount of slate and stone mined is \$50,000.

(Continue as preceding form.)

FORM 790.

Application for Doing Business—Minnesota.

To the Secretary of the State of Minnesota:

The Air-Tight Wire Fence Company, a corporation duly organized and existing under the laws of the state of Indiana, with its principal office and place of business at the city of Muncie, county of Delaware in said state, hereby makes application for permission to maintain an office and transact and carry on its business in the state of Minnesota for such purpose and herewith presents, offers to file and does file with the secretary of state a certified copy of its articles of incorporation, duly authenticated by the secretary of state of the state of Indiana, in whose possession and on whose records a duplicate of its original articles of incorporation are filed and recorded.

It therefore asks that it may be authorized to transact business in the said state of Minnesota.

THE AIR-TIGHT WIRE FENCE COMPANY.

§ 6640 et seq.

FORM 791.

Location of Office and Appointment of Agent—Minnesota.

The Air-Tight Wire Fence Company, a corporation duly organized and existing under the laws of the state of Indiana, hereby notifies the secretary of state of the state of Minnesota that it has and maintains a public office and place of business at No. 500 Hennepin avenue, city of Minneapolis, in the said state of Minnesota, for the transaction of its business in the said state;

And the said Air-Tight Wire Fence Company does hereby constitute, designate and appoint Robert G. Morrison, of the said city of Minneapolis and who is a resident of said city and of said county of Hennepin, in which its said public office is located, as its resident agent and attorney, who is duly empowered and authorized to accept service of process, and upon whom service of process may be had in any

county to which this corporation may be a party, in said state of Minnesota, and service upon such agent and attorney shall be taken and held as a personal service upon this corporation.

Under consideration of the premises, this corporation consents and agrees that this appointment shall continue in force for a period of time and manner prescribed by sections 2888, 2889, 2890, revised laws of Minnesota, 1905, and until another agent and attorney shall be appointed and the appointment hereby made shall be revoked.

(Signed and sworn to by the president and secretary.)

§§ 6653, 6740, 6755.

FORM 792.

Affidavit and Statement of Local Agent—Minnesota.

STATE OF MINNESOTA, COUNTY OF HENNEPIN, SS:

Robert G. Morrison, being duly sworn upon oath, says that he is of lawful age and that he makes this affidavit for and on behalf of the Air-Tight Wire Fence Company, a corporation organized and existing under the laws of the state of Indiana, for the purpose of complying with sections 2888, 2889, 2890, revised laws of Minnesota, 1905.

He further states on oath that he is the resident agent of the said Air-Tight Wire Fence Company, a corporation duly incorporated under the laws of the state of Indiana, on the 10th day of June, 1904, for a term of fifty years.

That the amount of the capital stock of said corporation is \$25,000, and the proportion of the capital stock of said corporation which is represented by the property located and business transacted in the city of Minneapolis is one-fifth, and the amount of capital stock so represented in the state of Minnesota is \$5,000; and this affiant represents such corporation as its resident agent in the said state of Minnesota and that the public office of said corporation and the place for the transaction of its business in the said state is at No. 500 Hennepin avenue, city of Minneapolis, state of Minnesota.

(Subscribed and sworn to.)

FORM 793.

Application for Doing Business—Mississippi.

To the Secretary of State of the State of Mississippi:

The Rose Scented Soft Soap Company, a corporation organized and existing under the laws of the state of New Jersey and having its principal office at the city of Atlantic City in the said state, hereby

makes application for permission to carry on and transact its business in the state of Mississippi, and for that purpose it presents herewith and herewith offers to file, and does file in the office of the secretary of state in the state of Mississippi, a certified copy of its articles of incorporation, duly certified and authenticated by the president and secretary of its corporation, and attested by its corporate seal.

It kindly asks that a certificate may be issued permitting and authorizing it to transact and carry on its business in the state of Mississippi and that it may be permitted to have an office and place of business and a resident agent in the city of Jackson, state of Mississippi.

THE ROSE SCENTED SOFT SOAP COMPANY,

By CHARLES E. BABCOCK.

§ 6640 et seq.

FORM 794.

Application for Doing Business—Missouri.

To the Secretary of State of the State of Missouri:

The undersigned, the Michigan Mining Company, a corporation duly organized and existing under the laws of the state of Michigan, with its principal office and place of business at the city of Detroit in said state, hereby makes application for carrying on and transacting business and maintaining an office in the state of Missouri, and for such purpose presents herewith and files in the office of the secretary of state a duly certified and authenticated copy of its articles of incorporation, properly certified and authenticated by the secretary of state of Missouri, in whose office the original articles of incorporation are filed or kept (or certified and authenticated by the secretary or other officer).

The undersigned would further show that the full amount of authorized capital stock as stated in the articles of incorporation has been fully subscribed and that more than one-half thereof, to wit, \$250,000, has been paid up, as shown by the affidavit of the president of this corporation filed herewith and made a part of this application.

The undersigned also presents herewith the sworn statement of James P. Mead, the resident agent in the said state of Missouri, as to the capital stock of said corporation represented by its property located in the said state of Missouri.

It also presents herewith an affidavit of this applicant made by its president showing that said corporation is not in contravention of the laws of the said state of Missouri against pools, trusts and conspiracies. It also files herewith an affidavit of its president and secretary as required by the statute of Missouri according to the act of that state of

1903, and under section 1025 of the Revised Statutes 1899, as amended by an act approved March 24, 1903.

MICHIGAN MINING COMPANY,
By JULIAN G. DICKINSON, President.
(Sworn to.)

§§ 6640 et seq., 6652.

FORM 795.

Affidavit of President as to Payment of Stock—Missouri.

STATE OF MICHIGAN, COUNTY OF WAYNE, SS:

I, Julian G. Dickinson, president of the Michigan Mining Company, a corporation organized and existing under the laws of the state of Michigan, being duly sworn on my oath, say that the corporation was organized with a capital stock of \$500,000, divided into 5,000 shares of the par value of \$100 each, as shown by the certified articles of incorporation issued by the secretary of state of the said state of Michigan on the 1st day of June, 1905, and to which this affidavit is attached and made a part; and I do hereby further state and certify that all of said stock has been bona fide subscribed and that 80 per cent thereof, to wit, the amount of \$400,000, has actually been paid up.

(Subscribed and sworn to.)

FORM 796.

Affidavit of President and Secretary for Privilege of Doing Business—Missouri.

STATE OF MICHIGAN, COUNTY OF WAYNE, SS:

We, Julian G. Dickinson, president, and Walter Ross, secretary of the Michigan Mining Company, a corporation duly organized and existing under the laws of the state of Michigan by charter bearing date June 1, 1905, located at the city of Detroit in said state of Michigan, do solemnly swear that in making application for license to do business in the state of Missouri under provisions of section 1025, Revised Statutes 1899, as amended by the act provided March 24, 1903, we are duly authorized to represent said corporation in making this application, and that it is the desire to carry on in the state of Missouri solely the business of mining lead and zinc, which is authorized by its state charter; and that if said corporation is licensed and permitted to do business in the said state of Missouri it shall not and will not do or transact any other business in the state of Missouri

or exercise any other powers, rights or privileges than those set out above, whether or not its charter powers are so limited.

JULIAN G. DICKINSON, President.

WALTER ROSS, Secretary.

(Seal.)

(Sworn to.)

§ 6630.

FORM 797.

Designation of Place of Business and Agent—Missouri.

STATE OF MICHIGAN, COUNTY OF WAYNE, SS:

Julian G. Dickinson, being duly sworn upon oath, says that he, the president of the Michigan Mining Company, a corporation organized and existing under the laws of the state of Michigan, with its principal office and place of business at the city of Detroit, in said county and state; and affiant says that the said corporation has selected, appointed and designated, and does hereby select, appoint and designate the city of Joplin, in Jasper county, state of Missouri, as the place of business and the place for the transaction of its business in the said state of Missouri; and affiant further says that the said corporation has selected, appointed and designated, and does hereby select, appoint and designate William Andrews as its resident agent and attorney in fact for the purpose of representing the said corporation in the said state of Missouri, and as the person on whom service of process may be made in all actions and proceedings against this corporation arising in the said state of Missouri; and in consideration that this corporation is licensed to transact and carry on its business in the said state of Missouri it hereby consents and agrees that any service of process in any action or proceeding arising in said state that may be served upon William Andrews shall be binding on this corporation.

(Sworn to.)

JULIAN G. DICKINSON, President.

§§ 6653, 6740, 6755.

FORM 798.

Affidavit of Local Agent—Missouri.

STATE OF MISSOURI, COUNTY OF JASPER, SS:

William Andrews, being duly sworn upon oath, says that he has been appointed principal resident agent in the state of Missouri of the Michigan Mining Company, a corporation duly incorporated under the laws of the state of Michigan on the first day of June, 1905, for a term of fifty years, and that he has been duly appointed attorney in fact representing said corporation as its principal agent in the state

of Missouri; and that the amount of capital stock of the said corporation is \$500,000, and the property located and the business transacted in the state of Missouri is \$200,000; and that the principal office of said corporation and the place for the transaction of its business in the said state of Missouri, where legal process may be obtained upon it, is located at the city of Joplin, county of Jasper, in the said state of Missouri.

WILLIAM ANDREWS.

(Subscribed and sworn to.)

FORM 799.

Annual Report—Missouri.

DETROIT, MICH., July 10, 1909.

To the Secretary of State of the State of Missouri:

In compliance with the provisions of section 1014, article 1, chapter 12, Revised Statutes 1899, I beg leave to make the following report, and to certify as follows as to the condition of the Michigan Mining Company, a corporation organized and existing under the laws of the state of Michigan with the principal office and place of business at the city of Detroit, in said state, and doing business at the city of Joplin, county of Jasper, state of Missouri:

1. The name of this corporation is the Michigan Mining Company.
2. The location of its principal office and place of business in this state is at the city of Joplin, county of Jasper.
3. The name of the principal agent and representative in this city is William Andrews.
4. The cash value of the property in this state July 1, 1909, is \$25,000.
5. The cash value of all the real estate in this state July 1, 1909, is \$150,000.
6. The amount of city tax paid in said state for the year last preceding this report is \$200.
7. The amount of county tax paid in said state for the year last preceding this report is \$100.
8. The amount of state tax paid in this state for the year last preceding this report is \$100.

STATE OF MISSOURI, COUNTY OF JASPER, SS:

I, William Andrews, the principal agent and representative in the state of Missouri of the Michigan Mining Company, do solemnly swear that the above statement is true to the best of my knowledge and belief.

(Subscribed and sworn to.)

FORM 800.

Anti-Trust Affidavit—Missouri.

STATE OF MISSOURI, COUNTY OF JASPER, ss:

I, Julian G. Dickinson, do solemnly swear that I am the president of the corporation known and styled as the Michigan Mining Company, duly organized and existing under the laws of the state of Michigan, the organization of which was had on the 1st day of June, A. D. 1905, and now transacting and conducting business in the state of Missouri, and that I am duly authorized to represent said corporation in the making of this affidavit, and do further swear that the said Michigan Mining Company, known and styled as aforesaid, is not now and has not at any time within one year from the date of this affidavit, created, entered into, become a member of or participated in any pool, trust, agreement, combination, confederation or understanding with any other corporation, partnership, individual or any other person or association of persons, to regulate or fix the price of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining, or any article or thing whatsoever, or the price or premium to be paid for insuring property against loss or damage by fire, lightning or storm; and that it has not entered into, or become a member of or a party to any pool, trust, agreement, contract, combination or confederation to fix or limit the amount or quantity of any article of manufacture, mechanism, merchandise, commodity, convenience, repair, any product of mining or any article or thing whatsoever or the price premium to be paid for insuring property against loss or damage by fire, lightning or storm; and that it has not issued and does not own any trust certificates, and for any corporation, agent, officer or employé, or for the directors or stockholders of any corporation, has not entered into and is not now in any combination, contract or agreement with any person or persons, corporation or corporations, or with any stockholder or director thereof, the purpose and effect of which said combination, contract or agreement would be to place the management or control of such combination or combinations, or the manufactured product thereof, in the hands of any trustee or trustees, with the intent to limit or fix the price or lessen the production and sale of any article of commerce, use or consumption, or to prevent, restrict or diminish the manufacture or output of any article; and that it has not made or entered into any arrangement, contract or agreement with any person, association of persons or corporation designed to lessen or which tends to lessen, full and free competition in the importation,

manufacture or sale of any article, product or commodity in this state, or under the terms of which it is proposed, stipulated, provided, agreed or understood that any particular or specified article, product or commodity shall be dealt in, sold or offered for sale in this state to the exclusion, in whole or in part, of any competing article, product or commodity.

JULIAN G. DICKINSON, President.

(Subscribed and sworn to.)

FORM 801.

Application for Doing Business—Montana.

To the Secretary of State of the State of Montana:

The undersigned, the South Dakota Rainbow Company, a corporation organized and existing under the laws of the state of South Dakota, hereby makes application for the privilege of transacting and carrying on its business in the state of Montana, and presents herewith and offers to file and does file in the office of the secretary of state a duly authenticated copy of its articles of incorporation.

It also files herewith and as a part of this application a statement, verified by the oath of its president and secretary, and attested by a majority of its board of directors, showing the name, the location of its place of business, the amount of its capital stock and the amount paid and the assets of the corporation and the actual cash value thereof.

It also files herewith and as a part of this application the affidavit of its president, and a certificate of the county clerk of the county of Silver Bow, in said state of Montana, certifying that a duly authenticated copy of its articles of incorporation and the said verified statement of its president and secretary, attested by a majority of its board of directors, have been filed in the office of the county clerk of the said county of Silver Bow, in which this corporation asks permission and privilege of transacting and carrying on its business in said state of Montana.

It also files herewith an affidavit of its president and secretary certifying that it has appointed a resident agent upon whom service of process may be had, and that it has consented to be sued in the courts of the said state of Montana upon all causes of action arising against it in said state.

SOUTH DAKOTA RAINBOW COMPANY,

By SAMUEL POLLY, President.

(Subscribed and sworn to.)

FORM 802.

Affidavit of President and Secretary Attested by Directors—Montana.

STATE OF SOUTH DAKOTA, COUNTY OF HUGHES, ss:

We, Samuel C. Polly, president, and Zell Guthrie, secretary, of the South Dakota Rainbow Company, a corporation organized and existing under the laws of the state of South Dakota, with its principal office and place of business at the city of Pierre, county of Hughes, in said state of South Dakota, being duly sworn on oath, say: That

1. The name of this corporation is the South Dakota Rainbow Company and that the location of its principal office and place of business is at the city of Pierre, county of Hughes, in the said state of South Dakota, and the location of its place of business and principal office in the state of Montana is at the city of Butte, county of Silver Bow.

2. The amount of the capital stock of this corporation is \$1,000.

3. The amount of the capital stock actually paid in in money is \$100.

4. The amount of capital stock paid in in property consists of 7 barrels of vari-hued paints, thoroughly mixed and ready for immediate use, and 1,000 paint brushes, made of the best imported porcupine quills, all of the cash value of \$900.

5. The assets of this corporation consist wholly of the said 7 barrels of paint and the said 1,000 paint brushes, all of the actual cash value of \$1,000.

6. The total liabilities of this corporation are \$100, consisting of one note of hand payable to the Pierre National Bank, due six months from date with interest at 10 per cent from date, secured by chattel mortgage on said 7 barrels of paint and said 1,000 paint brushes.

(Subscribed and sworn to by the president and secretary and attested by a majority of the board of directors.)

§ 6652.

FORM 803.

Consent to be Sued and Designation of Agent—Montana.

STATE OF SOUTH DAKOTA, COUNTY OF HUGHES, ss:

We, Samuel C. Polly, president, and Zell Guthrie, secretary, of the South Dakota Rainbow Company, a corporation organized and existing under the laws of South Dakota, being duly sworn upon oath do hereby state and certify that the said corporation has consented, and does hereby consent to be sued in the courts of the state of Montana upon all causes of action arising against it in said state, and it hereby

further consents that in consideration that it is licensed to transact and carry on its business in the said state of Montana, it has consented and does hereby consent that service of process may be made upon its resident agent; and it has selected, appointed and designated John B. Coppo, a citizen of the state of Montana, as its resident agent upon whom process may be served as aforesaid; that the place of residence of its said agent, the said John B. Coppo, is the city of Butte, county of Silver Bow, in the said state of Montana; and said corporation hereby consents and agrees that such service when so made upon said John B. Coppo, its said agent, shall be valid service on the said corporation; and we further certify and state that the said agent, the said John B. Coppo, is a resident of the said city of Butte, county of Silver Bow, the principal place of business of this corporation in the said state of Montana.

SAMUEL C. POLLY, President.

(Sworn to.)

ZELL GUTHRIE, Secretary.

(The designation of the place of business and the appointment of the resident agent may be shown by a certified copy of a resolution of the board of directors.)

§§ 6653, 6740.

FORM 804.

Consent of Resident Agent—Montana.

To the Secretary of State of the State of Montana:

I, the undersigned, having been appointed and selected as the resident agent of the South Dakota Rainbow Company, a corporation organized under the laws of South Dakota, and proposing to transact and carry on its business at the city of Butte, County of Silver Bow, State of Montana, beg leave to say that I have accepted and do hereby accept the appointment as such agent and that I am now resident agent and representative of the said corporation and that the principal office and place of business of said corporation is at 700 Roosevelt avenue, in the said city of Butte, county of Silver Bow, state of Montana.

I beg to state further that I have filed in the office of the county clerk of the said office at Silver Bow, and have sent to the said corporation at its home office in the city of Pierre, South Dakota, duplicates of this my acceptance of the appointment as such agent and representative.

JOHN B. COPPO.

(Duplicates of all statements and affidavits must be filed with the county clerk of the county where the office of the foreign corporation is located.)

§ 6755.

FORM 805.

**Application for Doing Business and for Occupation Permit—
Nebraska.**

The undersigned, The Imported Jersey Cattle Company, a corporation organized and existing under the laws of the state of Illinois, with its principal office and place of business at the city of Springfield, in said state, hereby makes application to transact and carry on its business, and for an occupation permit to do business as a corporation in the state of Nebraska, under and pursuant to the provisions of the statutes of 1909.

For the purpose of securing such permission and such occupation permit the undersigned presents herewith and files with the secretary of state of said state of Nebraska, a duly certified copy of its articles of incorporation. It further represents and shows that its authorized capital stock is \$50,000.

It files herewith a resolution of its board of directors duly accepting the provisions of the laws of the state of Nebraska governing corporations.

It also files herewith a statement showing the location of its principal office in the said state of Nebraska and its resident agent and lawful attorney upon whom process may be served.

It therefore asks that it may be granted privilege and occupation permit to do business as a corporation in the said state of Nebraska.

It further shows that Charles A. Jones is its president and that James Reilly is its secretary, and Robert Matheng is its treasurer.

THE IMPORTED JERSEY CATTLE Co.,

By CHARLES A. JONES, President.

§ 6640 et seq.

FORM 806.

Resolution of Directors Accepting Provisions of Law—Nebraska.

SPRINGFIELD, ILL., January 20, 1910.

At a meeting of the board of directors of The Imported Jersey Cattle Company held this 20th day of January, A. D. 1910, the following resolution was unanimously adopted:

This company hereby accepts the provisions of the laws of the state of Nebraska governing corporations; and it hereby authorizes and directs its president and secretary to make application to the secretary of state of the state of Nebraska for the privilege and for occupation permit to transact and carry on its business in the state of Nebraska.

I, James Reilly, secretary of The Imported Jersey Cattle Company, a corporation organized and existing under the laws of the state of Illinois, do hereby certify that the above and foregoing is a full, true and correct copy of a resolution adopted by the board of directors of said company at a meeting at its office at the city of Springfield, Illinois, the 20th day of January, A. D. 1910.

In witness whereof I have hereunto set my hand and affixed the seal of said company this 20th day of January, A. D. 1910.

JAMES REILLY, Secretary,
THE IMPORTED JERSEY CATTLE COMPANY.

§ 6630.

FORM 807.

Designation of Office and Appointment of Agent—Nebraska.

The Imported Jersey Cattle Company, a corporation organized and existing under the laws of the state of Illinois with its principal office at the city of Springfield in the said state of Illinois, would represent and show to the secretary of state of the state of Nebraska and to the registrar of deeds of the county of Lancaster, in the said state of Nebraska that it has selected and designated, and does hereby select and designate and locate a branch office in the said state of Nebraska at the said city of Lincoln, county of Lancaster.

It further represents and shows that the name of its agent in charge of its said branch office is Burt C. Enyart; and we do hereby select, appoint and designate the auditor of public accounts of the state of Nebraska our agent and true and lawful attorney upon whom all lawful process in any action or proceeding against the company may be served in like manner and with the same effect as if the company existed in the said state of Nebraska.

It is further agreed in consideration of the premises, and in consideration that this corporation is permitted to transact and carry on its business in the said state of Nebraska, that any lawful process against this corporation which is served on the said auditor of public accounts as said attorney shall be of the same legal force and validity as if served on the corporation, and that this authority shall continue in force so long as any liability remains outstanding against this corporation in the said state of Nebraska.

(Dated, signed and acknowledged by the president and secretary.)

(A copy of the above must be filed with the registrar of deeds in the county where the principal office is located.)

§§ 6653, 6740, 6755.

FORM 808.

Annual Statement—Nebraska.

The Imported Jersey Cattle Company, a corporation duly organized and existing under the laws of the state of Illinois with its principal office and place of business at the city of Springfield, in said state, and with a branch office and doing business at the city of Lincoln, in the state of Nebraska, would make and present to the attorney-general of the said state of Nebraska the following verified annual report and statement, for the year ending the 30th day of June, 1909, to wit:

1. The amount of the capital stock of this corporation is \$50,000, divided into 500 shares of the par value of \$100 each.

2. The market value of said stock is its par value.

3. Of said capital stock \$25,000 was paid in cash and \$25,000 was paid by transfer of 100 head of imported Jersey cattle, all of the value of \$25,000, estimated and appraised under and pursuant to the laws of the state of Illinois.

4. The names of the officers and directors of this corporation are as follows:

Charles H. Jones.....	President
James Reilly.....	Secretary
Robert Matheng.....	Treasurer
James A. McGuire.....	Director
W. B. Rose.....	Director
George Toby.....	Director

5. During said year this corporation has paid 10 per cent in dividends in two semi-annual payments of 5 per cent each, one on the 31st day of December, 1908, and one on the 30th day of June, 1909.

6. This corporation owns no stock of any other corporation, joint stock company or other association.

7. No stock of this corporation is owned or held by any other corporation, joint stock company or association.

Sworn to by the president and treasurer, general manager and a majority of the board of directors.

§ 6652.

FORM 809.

Undertaking Filed With Attorney-General—Nebraska.

The undersigned, the officers, general managers and directors of The Imported Jersey Cattle Company, a corporation duly organized and existing under the laws of the state of Illinois, with its principal office and place of business at the city of Springfield, in said state, and

having a branch office and transacting business at the city of Lincoln, county of Lancaster, in the said state of Nebraska, hereby undertakes to and with the said state of Nebraska by its representative or attorney-general of the state, that it will comply with the provisions of all the laws of the state of Nebraska governing corporations in the management of the affairs of said corporation in the said state of Nebraska.

(This must be dated on or before the 30th day of June of each year and signed by the officers, general managers, and directors.)

§ 6640 et seq.

FORM 810.

Application for Doing Business—Nevada.

To the Secretary of State of the State of Nevada:

The Teddy Mining Company, a corporation duly organized and existing under the laws of the state of New Jersey, hereby makes application for transacting and carrying on its business in the state of Nevada, and it tenders for filing, and does file herewith a certified copy of its articles of incorporation.

It further shows that it has filed with the county clerk of the county of Washoe a duplicate of said certified copy of its articles of incorporation, and that it has also filed a like duplicate authenticated copy of its articles of incorporation in the county recorder's office of the said county of Washoe, with a list of its officers thereto annexed and that the officers so named and certified were duly elected as such on the 10th day of January, A. D. 1910, to serve for the ensuing year, and that they are now the regularly elected and duly acting officers of the said corporation, to wit:

Eugene Gibney.....	President
Henry E. Wald.....	Vice-President
Louis W. Gerrick.....	Secretary
John D. Duffy.....	Treasurer
Clinton E. Fish.....	Director
Otto F. Seggel.....	Director
Joseph Parker.....	Director

It further shows that it has appointed a resident agent and files herewith an authenticated certificate giving the name and address of such agent and the consent of this corporation that legal process against this corporation may be served on such agent.

It therefore asks that it may be permitted to transact and carry on its business in the said state of Nevada.

THE NEW JERSEY TEDDY MINING COMPANY,
By EUGENE GIBNEY, President.

FORM 811.

Designation of Office and Agent—Nevada.

STATE OF NEW JERSEY, COUNTY OF HUDSON, ss:

The Teddy Mining Company, a corporation organized and existing under the laws of the state of New Jersey with its principal office at the city of Jersey City, in said state, and doing business in the state of Nevada, does hereby certify to the secretary of state of the state of Nevada that it has established and does now maintain an office and a place of business at the city of Reno, county of Washoe, in said state of Nevada, and that it has appointed, selected and designated, and does hereby appoint, select and designate William A. Fogg its resident agent, residing at the said city of Reno, county of Washoe, in said state as its resident agent upon whom legal process in any action arising against this corporation out of or connected with its business in the said state of Nevada may be served; and in consideration that this corporation is permitted to carry on and transact its business in said state of Nevada, it hereby consents and agrees that service of process in any action against it in said state may be served on said agent, and that such service shall be legal and binding on this corporation.

(Signed by officers or certified by secretary.)

(Foreign corporations doing business in Nevada are required to publish in a daily newspaper in the state during the month of January of each year a statement of the business for the preceding year and to file a copy thereof with the assessor of the county in which it does business.)

§§ 6653, 6740, 6755.

FORM 812.

Application for Doing Business—New Hampshire.

(Foreign corporations other than banking, insurance, railroad, surety companies, building and loan associations, and fraternal beneficiary societies, and corporations organized for hunting, fishing and recreation, may do business in New Hampshire without license or restriction.)

FORM 813.

Application for Doing Business—New Jersey.

To the Secretary of State of the State of New Jersey:

The Rocky Beach Transportation Company, a corporation organized and existing under the laws of the state of New York, in ac-

cordance with the provisions of an act of the legislature of the said state of New Jersey, entitled "An Act Concerning Corporations" (Revision of 1896) hereby makes application for the privilege of transacting business in the state of New Jersey, and hereby states and certifies as follows:

1. That the paper and instrument hereto attached is a full, true and correct copy of its certificate of organization filed with the secretary of state of the said state of New Jersey, and which copy is duly attested by the president and secretary of this corporation under its corporate seal.

2. The total amount of capital stock which this corporation is authorized to issue is \$300,000, and that the amount actually subscribed is \$250,000.

3. The character of business which this corporation is to transact in the said state of New Jersey is the transportation by ferry boats, launches, yachts and other water crafts, of passengers, travelers, excursionists, pleasure seekers and the public generally to the city of New York and especially to its pleasure resort at Rocky Beach on Long Island in said state of New York.

4. The place within the said city of New York which now is and is to be its principal place of business, is No. 1 Water street, in the city of Jersey City, in the said state of New Jersey.

5. John W. Ziegen, of full age, and an actual resident of the said state of New Jersey, whose residence and abode is at No. 5 Water street, in said city of Jersey City, in the said state of New Jersey, and that the office of the agent is at the said principal place of business of this corporation in the said city of Jersey City, to wit: No. 1 Water street.

In witness whereof, the said corporation has caused these presents to be signed by its president and attested by its secretary, with its corporate seal hereto affixed, on this 10th day of January, A. D. 1910.

THE ROCKY BEACH TRANSPORTATION COMPANY,

Attest:

By CHARLES MAY, President.

WILLIAM P. QUINN, Secretary.

(Seal.)

§§ 6640 et seq., 6653, 6740, 6755.

FORM 814.

Annual Report—New Jersey.

The Rocky Beach Transportation Company, a corporation organized under the laws of the state of New York, does hereby make and

submit the following report pursuant to and in compliance with the act of the legislature of New Jersey, entitled "An Act Concerning Corporations" (Revision of 1896), and the various acts amendatory thereof and supplemental thereto and show the following:

1. The name of this corporation is the Rocky Beach Transportation Company.

2. The location of the registered office is at No. 1 Water street, city of Jersey City, state of New Jersey, and John W. Ziegen is the agent upon whom process may be served at the said office of this company.

3. The character of the business of this corporation is the carrying and transporting of passengers, travelers, excursionists, pleasure seekers and the public generally.

4. The amount of the authorized capital stock is \$300,000, the amount actually issued and outstanding is \$250,000.

5. The names and addresses of all the directors and officers and the term when the office of each expires are as follows:

Names of Directors.	Addresses.	Expiration of Term.
---------------------	------------	---------------------

_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Names of Officers.	Addresses.	Expiration of Term.
--------------------	------------	---------------------

President, _____	_____	_____
Vice-Pres., _____	_____	_____
Sec., _____	_____	_____
Treas., _____	_____	_____

6. The next regular annual meeting of the stockholders for the election of directors is to be held on the first Monday of January, 1911.

(Signed by the president and secretary.)

§ 6652.

FORM 815.

Annual Report to State Board of Assessors—New Jersey.

The Rocky Beach Transportation Company, a corporation organized under and pursuant to the laws of the state of New York and doing business in the said state of New Jersey, would make and submit to the state board of assessors of the said state of New Jersey its annual report and files herewith its answers to the questions, and interrogatories propounded by the state board of assessors as follows:

1. Date of incorporation. June 1, 1905.

2. Principal office in New Jersey. City of Jersey City.

3. Name of agent in charge. John W. Ziegen. Charles May, president; William Quinn, secretary; Robert H. Hutchins, treasurer.

The said corporation herewith reports and shows the existing condition of said corporation on the 1st day of January, 1910, and makes answer to each of the following questions:

1. What is the amount of your capital stock authorized? \$300,000.
2. Into how many shares is it divided? 3,000.
3. How many shares are fully paid in either in cash or by property purchased? 2,500.
4. How many shares are partially paid? 250.
5. What is the amount of your capital stock issued? \$275,000.
6. What is the nature of the business of your company? Carrying and transporting all passengers, travelers, pleasure seekers, excursionists, and the public generally.
7. Is your corporation engaged in manufacturing or mining? Neither.
8. If so, state where? Not engaged in either manufacturing or mining.
9. What is the total amount of your capital stock invested in manufacturing or mining? None.
10. What is the amount of your capital stock employed in manufacturing or mining in New Jersey? None.
11. What is the local assessed valuation of your corporation's real and personal estate used in manufacturing or mining in New Jersey? This corporation has real estate in New Jersey assessed at \$10,000 and personal property assessed at \$1,000, employed and used by it in carrying on and transacting its business.

I, the undersigned, do hereby certify as president of the Rocky Beach Transportation Company that the foregoing is correct and true.

(Signed and sworn to by the president.)

§ 6652.

FORM 816.

Application for Doing Business—New Mexico.

To the Secretary of the Territory of New Mexico:

The Blue Zinc Mining Company, a corporation organized and existing under the laws of the state of Missouri hereby applies for the privilege of transacting and carrying on its business in the Territory of New Mexico, and it tenders herewith and files in the office of the secretary of the said territory a duly authenticated copy of its articles of incorporation, properly certified by the secretary of state of the state of Missouri.

It would further show that its authorized capital stock is \$100,000, all of which has been issued and fully paid.

It would further show that it desires to engage in the business of mining for zinc and lead in the said territory of New Mexico.

It also files herewith a statement showing the selection of its principal office and the designation of a resident agent with his place of abode, upon whom process against the corporation may be served.

It therefore asks that it may be permitted to transact and carry on business in the territory of New Mexico.

BLUE ZINC MINING COMPANY,
By JOHN DOLAN, President.

§ 6640 et seq.

FORM 817.

Designation of Office and Agent—New Mexico.

STATE OF MISSOURI, COUNTY OF JASPER, SS:

The Blue Zinc Mining Company, desiring to transact business in the territory of New Mexico, hereby selects and designates the city of Silver City, county of Grant, in said territory as the place of the location of its principal office in said territory, and it hereby selects, appoints and designates Frank W. Vellocott as its resident agent, and as a person of full age who actually resides in the said territory of New Mexico, and that his place of abode is at the said city of Silver City, in said county of Grant, and this corporation hereby stipulates and agrees that any and all legal process against this corporation in said territory of New Mexico may be served upon the said Frank W. Vellocott as such agent; and in consideration that this corporation is permitted to do business in said territory of New Mexico it hereby consents and agrees that any writ of process in any action or proceeding against this corporation in the said territory of New Mexico that may be served upon the said resident agent shall be as valid and binding as that served on this corporation and as though this corporation were a domestic corporation located and doing business at said city of Silver City, in said territory.

In witness whereof, the said Blue Zinc Mining Company has caused its name to be affixed hereto by its president, attested by its secretary, and its corporate seal affixed this 10th day of January, A. D. 1910.

BLUE ZINC MINING COMPANY,
By JOHN DOLAN, President.

Attest:

J. S. OSBORN, Secretary.

§§ 6653, 6740, 6755.

FORM 818.

Application for Doing Business—New York.

To the Secretary of State of the State of New York:

The Oriental Transportation Company, a corporation organized under and pursuant to the laws of the state of Maine, having its principal office at the city of Augusta, county of Kennebec in said state, hereby makes application to the secretary of state of the state of New York, for permission to transact and carry on its business in the state of New York, and it files herewith in the office of the secretary of state a sworn copy in the English language of its certificate of incorporation.

It also files herewith a statement under its corporate seal by its president setting forth particularly the objects of this corporation and a statement showing the place within the state of New York where its principal place of business is to be located and designating a person upon whom process may be served.

It therefore asks that it may be permitted and that a license may be granted it to transact and carry on its business in the state of New York.

ORIENTAL TRANSPORTATION COMPANY,

(Seal.)

By T. J. LYNCH, President.

Attest:

H. W. TRUE, Secretary.

§ 6640 et seq.

FORM 819.

**Character of Business and Designation of Office and Agent—
New York.**

STATE OF MAINE, COUNTY OF KENNEBEC, ss:

The Oriental Transportation Company, a corporation organized under the laws of the state of Maine, does hereby, in connection with and as a part of this application for doing business in the state of New York, and pursuant to the provisions of Section 16 of the General Corporation Law of the said state make to the secretary of state of the said state of New York, the following statement and designation:

1. That the character of the business which this corporation proposes to carry on in the city of New York is the owning and maintaining of steamboats, steamships and other water crafts, and docks, wharves, passenger stations and other necessary buildings in the transportation of passengers, travelers and the public generally from the city of New York to all foreign countries and places and ports in the state of New York and on the American continent.

2. That its principal office and place of business in the state of New York is to be in the city of New York, county of New York, state of New York.

3. That this corporation hereby designates John H. Choate its agent and lawful attorney, who has an office and place of business at No. 4900 Hellgate street, in the said city of New York, whose written consent to such designation, duly signed and acknowledged, is hereunto annexed and filed herewith, as a person upon whom any legal process or summons or other paper whereby any action or special proceeding is commenced in any court or before any officer in the said state, except a proceeding to punish for contempt, and except where special provision for the service thereof is authorized and made by law, may be served for this corporation within said state.

4. This corporation has not been engaged in business in the state of New York for one year last past.

In witness whereof, the said corporation has caused this instrument to be executed and its name affixed hereto by its president, attested by its secretary and the corporate seal affixed this 25th day of January, A. D. 1910.

ORIENTAL TRANSPORTATION COMPANY,

(Seal.)

By T. J. LYNCH, President.

Attest:

H. W. TRUE, Secretary.

(Proved by some competent officer)

§§ 6652, 6653, 6740.

FORM 820.

Consent to Agent—New York.

STATE OF NEW YORK, CITY AND COUNTY OF NEW YORK, ss:

To the Secretary of State of the State of New York:

I, John H. Choate, the person designated in the certificate of designation by the Oriental Transportation Company as its resident agent in the state of New York, and as the person upon whom process against said corporation may be served within the said state of New York, hereby consent to said designation, and that process against said corporation may be served upon me within the said state of New York.

I further certify and say that my place of business is 4900 Hellgate street, in said city of New York.

JOHN H. CHOATE.

(Acknowledgment.)

§ 6755.

FORM 821.

Capital Stock Report—New York.

To the Comptroller of the State of New York:

The Oriental Transportation Company, a corporation organized under the laws of the state of Maine, by T. J. Lynch, its president, hereby makes and submits the following annual report for the year ending October 31, 1909, pursuant to the provisions of Section 182, Chapter 60, of Consolidated Laws of the said state of New York.

1. The last preceding report made by this company to the comptroller of the state of New York and under the provisions of the above statute was for the year ending October 31, 1908.

2. This corporation was organized on the 1st day of October, 1901, under the laws of the state of Maine.

3. This company began business in the state of New York on the 1st day of October, 1906.

4. The authorized capital stock of this company is \$1,000,000.

5. The number of shares of stock authorized by this company: common, 7,000, preferred, 3,000.

6. The number of shares of stock issued: common, 6,000, preferred, 2,000.

7. The par value of each share is as follows: common stock, \$100, preferred stock, \$100.

8. The amount paid into the treasury of this company on each share: common stock, \$70 per share, being a total of \$420,000; preferred stock, \$100 per share, being a total of \$200,000.

9. The amount of capital stock issued for cash, \$620,000.

10. The amount of capital stock issued for good will, copyrights, brands, bonds, trade marks, formulæ, services, etc., other than cash or property: nothing.

11. The amount of common stock on which dividends were declared: \$420,000.

12. The amount and date of each dividend on common stock: 3 per cent January 1, 1909; 2 per cent July 1, 1909.

13. Rate per cent per annum of dividends on common stock: 5 per cent.

14. Of preferred stock on which dividends were declared: \$200,000.

15. Amount and date of each dividend on preferred stock: 3 per cent January 1, 1909; 3 per cent July 1, 1909.

16. Rate per cent per annum of dividends on preferred stock: 6 per cent.

17. Nature of business in state of New Jersey: Transacted a gen-

eral transportation business by water by means of steamboats, steamships, steam launches and other water crafts, by carrying passengers and freight from its docks and wharves, freight houses and passenger stations to all foreign countries and ports and to various points, places and ports in the state of New York and other such places on the American continent.

18. (a) The said business was conducted and carried on at 4900 Hellgate street.

(b) The present postoffice address of this corporation in the state of New York is 4900 Hellgate street, city of New York. The present postoffice address of the home or principal office is 325 Water street, city of Augusta, county of Kennebec, state of Maine.

19. The average value of stock in trade carried in the city of New York during the year ending October 31, 1909, including all steamboats, steamships and water crafts of all kinds and descriptions, \$500,000.

20. Average monthly bank balance employed in the state of New York during the year ending October 31, 1909: \$100,000.

21. Average value of bills and accounts receivable in the state of New York during the year ending October 31, 1909: \$20,000.

22. Average value of shares of stock of other corporations doing business in the state of New York and owned by this company during the year ending October 31, 1909: nothing.

23. Average valuation of personal property including bonds, loans on call and other financial securities employed in the state of New York other than heretofore mentioned during the year ending October 31, 1910: nothing.

24. Capital invested in real estate located in the state of New York during the year ending October 31, 1910: \$200,000, and said real estate is situate at said 4900 Hellgate street, city of New York.

25. Total assets above enumerated located in the state of New York during the year ending October 31, 1910: \$820,000.

26. Average valuation of stock in trade carried outside the city of New York during the year ending October 31, 1909: \$1,000.

27. Average monthly bank balance employed outside of the state of New York during the year ending October 31, 1909: nothing.

28. Average value of bills and accounts receivable outside of the state of New York during the year ending October 31, 1909: nothing.

29. Average value of shares of stock owned by this corporation, where such corporations are doing business wholly outside of the state of New York: nothing.

30. Average value of personal property, including bonds, loans on

call and other financial securities employed outside of the state of New York other than heretofore mentioned during the year ending October 31, 1909: nothing.

31. Capital invested in real estate located outside of the state of New York during the year ending October 31, 1909: nothing.

32. Total of assets located outside of the state of New York during the year ending October 31, 1909: \$1,000.

LIABILITIES.

Bonds.....	Nothing.
Mortgages not secured by bonds.....	"
Bills payable.....	"
Accounts payable.....	"
Other liabilities, including capital stock.....	"

Total liabilities..... Nothing.

33. The highest bona fide price at which stock sold during the year ending October 31, 1909: preferred, \$1.03; common, \$1.05.

34. Lowest bona fide price at which stock sold during the year ending October 31, 1909: preferred, .99; common, .99.

35. Percentage of the capital stock of the company employed in the state of New York during the year ending October 31, 1909, in manufacturing and in the sale of the product of such manufacture; none in manufacturing and in the sale of such manufacture; but 100 per cent in the transaction and carrying on of the business of this corporation as hereinbefore set out.

36. Are your goods manufactured for you by others? No.

37. Do you operate a factory? No.

38. The undersigned, being the president of the above named corporation, estimates and appraises the capital stock of said company as follows: 6,000 shares of common stock of \$100 per share, amounting to a total of \$600,000; 2,000 shares of preferred stock at \$100, which amounts to \$200,000. All of the value of \$800,000.

(Signed and sworn to by the president.)

§ 6652.

FORM 822.

Statement and Answers to Questions—New York.

The Oriental Transportation Company, a corporation organized under the laws of the state of Maine, and doing business in the state of New York, makes the following statement and affidavit, claiming

exemption from making reports and the payment of tax as levied and assessed under Chapter 60, Consolidated Laws of the state of New York:

1. The full name of this corporation is the Oriental Transportation Company.

2. The name and title of the officer making this statement is T. J. Lynch, President.

3. Under what law of what state or country organized or formed? Under the laws of the state of Maine.

4. Date of organization? October 1, 1906.

5. For what purpose? (Here state purposes as named in the charter.)

6. Nature of the business now transacted? The transportation of passengers and freight from the city of New York to foreign places and ports and to cities and ports in the state of New York and other like places on the American continent.

7. If a mining company, state where the mines are located. Not a mining company.

8. If an agricultural company, state where the company's plant is situated. Not an agricultural company.

9. If a manufacturing company, state where factory is located. Not a manufacturing company.

10. Does the company maintain, own or operate a mining plant or factory? It has neither.

11. Does the company actually manufacture within the state of New York all the goods, wares or merchandise sold by the company in its business in this state? It does no manufacturing.

12. Does the company lease to other parties the right to manufacture goods sold by it? It does not manufacture or sell goods.

13. Does the company cause any of its products to be manufactured by any other person, partnership, association or corporation within or without this state that it uses or sells within this state? It does not manufacture or cause to be manufactured or sell any manufactured articles.

14. Location of main business office of the company. 4900 Hellgate street, city of New York.

15. What percentage of the company's entire capital is actually employed in New York state in (a) conducting its manufacturing? None. (b) the operation of mining ores? No part.

16. Remarks: As has been stated, this corporation conducts a general water transporting business, carrying passengers, travelers,

excursionists, as well as all kinds of freight by water to and from the city of New York, state of New York to any and all other points, ports, and places. (Subscribed and sworn to.)

§ 6652.

FORM 823.

Annual Report—New York.

To the Secretary of State of the State of New York, City of Albany, New York:

The Oriental Transportation Company, a corporation duly organized and existing under the laws of the state of Maine and doing business in the state of New York hereby makes the following report for the year ending January 1, 1909, pursuant to Section 34 of the Stock Corporation Law of the state of New York:

- 1. The amount of its capital stock is \$1,000,000.
- 2. The exact amount of such capital stock actually issued is \$800,000.
- 3. The amount of stock issued for property purchased is nothing.
- 4. The amount of its debts does not exceed the sum of \$50,000.
- 5. The amount of its assets is at least the sum of \$820,000.
- 6. The names and addresses of all the directors and officers are as follows:

Names.	Directors.	Addresses.
_____	_____	_____
_____	_____	_____
_____	_____	_____

- J. T. Lynch, president, 480 Main street, New York, N. Y.
 - L. M. Poole, vice-president, 200 Broadway, New York, N. Y.
 - H. M. True, secretary, 300 Randolph street, New York, N. Y.
 - H. T. Wright, treasurer, 800 West 81st street, New York, N. Y.
 - 7. John H. Choate, whose address is 4900 Hellgate street, city of New York, is the person designated in the manner prescribed by the Code of Civil Procedure as agent and person upon whom process against this corporation may be served in the said state of New York.
- (Signed by the president.)

§ 6652.

FORM 824.

Application for Doing Business—North Carolina.

To the Secretary of State of the State of North Carolina:
The Newark Condensed Milk Company, a corporation organized

and existing under the laws of the state of Ohio, hereby makes application for the transaction of its business in the state of North Carolina, and for that purpose submits the following statements in compliance with the provisions of Section 1194 of the Revision of 1905 of the Statutes of North Carolina, to wit:

1. The name of this corporation is the Newark Condensed Milk Company.

2. The location and the registered office and principal place of business is No. 300 Bovine street, in the said city of Newark, county of Licking, state of Ohio, and the location of its principal office and place of business in North Carolina is at No. 200 Durham street, city of Greensboro, county of Guilford, North Carolina, and John M. Staples is the resident agent, selected and appointed by this company upon whom process may be served.

3. The character of the business of this corporation is the buying and manufacturing of milk into condensed milk, and of condensing, bottling and selling condensed milk.

4. The amount of the capital stock is \$25,000, and the amount actually issued and outstanding is \$25,000.

5. The names and addresses of all the directors and officers and the term when the office of each expires is as follows:

Names.	Addresses.	Expiration of term.
Daniel W. Wood,	Newark, Ohio,	January 1, 1911.
Asa S. Mitchell,	Newark, Ohio,	January 1, 1911.
C. H. Follett,	Newark, Ohio,	January 1, 1912.
B. G. Smythe,	Newark, Ohio,	January 1, 1912.
Frank A. Bolton,	Newark, Ohio,	January 1, 1913.
E. S. Randolph,	Newark, Ohio,	January 1, 1913.

OFFICERS.

Daniel W. Wood, president, January 1, 1911.

Asa S. Mitchell, vice-president, January 1, 1911.

C. H. Follett, treasurer, January 1, 1911.

H. D. Baker, secretary, January 1, 1911.

(Signed by the president and secretary.)

§ 6640 et seq.

FORM 825.

Annual Statement—North Carolina.

The Newark Condensed Milk Company, a corporation organized under the laws of the state of Ohio, does hereby make application and submit the following statement in compliance with the provisions of

Section 1152 of the Revision of the Statutes of 1905 of the state of North Carolina, to wit:

1. The name of this corporation is the Newark Condensed Milk Company.

2. The location and the registered office and principal place of business is No. 300 Bovine street, in the said city of Newark, county of Licking, state of Ohio, and the location and principal office and place of business in North Carolina is at No. 200 Durham street, city of Greensboro, county of Guilford, North Carolina, and John M. Staples is the resident agent, selected and appointed by this company, upon whom process may be served.

3. The character of the business of this corporation is the buying and manufacturing of milk into condensed milk, and of condensing, bottling and selling condensed milk.

4. The amount of the capital stock of this corporation is \$25,000, and the amount of the stock actually issued and outstanding is \$25,000, all of which has been paid in cash.

5. The names and addresses of all the directors and officers and the term when the office of each expires is as follows:

Names.	Addresses.	Expiration of term.
Daniel W. Wood,	Newark, Ohio,	January 1, 1911.
Asa S. Mitchell,	Newark, Ohio,	January 1, 1911.
C. H. Follett,	Newark, Ohio,	January 1, 1912.
B. G. Smythe,	Newark, Ohio,	January 1, 1912.
Frank A. Bolton,	Newark, Ohio,	January 1, 1913.
E. S. Randolph,	Newark, Ohio,	January 1, 1913.

6. The next regular annual meeting of the stockholders for the election of directors is appointed to be held on the second Monday of January, 1911.

(Signed by the president and secretary.)

§ 6652.

FORM 826.

Application for Doing Business—North Dakota.

To the Secretary of State of the State of North Dakota:

The undersigned, the Saccharine Sugar Beet Company, a corporation organized and existing under the laws of the state of Nebraska, hereby makes application for permission to transact and carry on its business in the state of North Dakota, and presents herewith and files in the office of the secretary of state of the said state of North Dakota, a duly certified and authenticated copy of its articles of incorporation. It further shows that it has filed a statement of the appoint-

ment of an agent and attorney in fact on whom all legal process issuing in any proceeding or action arising in the said state of North Dakota against this corporation may be served.

It therefore asks that it may be granted a license and permission to transact and carry on its business in the said state of North Dakota.

(Signed) SACCHARINE SUGAR BEET COMPANY,

Attest: By CHARLES E. FOSTER, President.

GEORGE E. DAY, Secretary.

§ 6640 et seq.

FORM 827.

Appointment of Agent for Service of Process—North Dakota.

The Saccharine Sugar Beet Company, a corporation organized and existing under the laws of the state of Nebraska, and doing business under and by virtue of the laws of the state of North Dakota, having an office in the city of Minot, county of Ward, in said state, does hereby constitute and appoint Asa Brown, secretary of state of the said state of North Dakota, and his successors in office, its agent and true and lawful attorney, duly authorized to accept service of process and upon whom all process in any action or proceeding against it arising in said state may be served, and this corporation does hereby stipulate and agree that any process which may be served upon the said agent and attorney, the said secretary of state, shall be of the same force and validity as if served on it personally in the said state of North Dakota.

This corporation hereby consents and agrees that said appointment shall continue in force and shall not be revoked or set aside, so long as any liability remains outstanding in the said state of North Dakota.

This appointment is made and executed in conformity to and compliance with and under the provisions of Section 4697 of the Revised Code of 1905 of the said state of North Dakota.

In witness whereof, the said corporation, by its president, has caused these presents to be executed, sealed with its corporate seal and attested by its secretary this 17th day of January, A. D. 1910.

SACCHARINE SUGAR BEET COMPANY,

By CHARLES E. FOSTER, President.

Attest:

A B, Secretary.

(Sworn to.)

§§ 6653, 6740, 6755, 6760, 6761.

FORM 828.

Annual Report—North Dakota.

The Saccharine Sugar Beet Company, a corporation organized and existing under the laws of the state of Nebraska, and doing business

at the city of Minot, county of Ward, state of North Dakota, hereby makes and submits to the secretary of state of the said state of North Dakota its annual report as follows, to wit:

1. The name of this corporation is the Saccharine Sugar Beet Company.

2. That the principal place of business of this corporation is at the city of Minot, county of Ward, state of North Dakota.

3. That it now maintains an office at said place.

4. The nature of the business of this corporation as carried on in the said state of North Dakota is the purchasing and shipping of sugar beets and the selling of sugar manufactured from sugar beets and the transaction of all business incidental thereto.

5. This corporation is now engaged in active business under its charter.

6. The capital stock of this corporation is \$100,000.

7. The following are the officers of this corporation with the post-office address and the expiration of the term of office of each:

Names.	Addresses.	Expiration of term.
--------	------------	---------------------

Charles E. Foster, president,	200 Prairie street, Omaha, Nebraska,	January 1, 1911.
-------------------------------	--------------------------------------	------------------

Asa Brown, secretary,	500 High street, Omaha, Nebraska,	January 1, 1911.
-----------------------	-----------------------------------	------------------

Thomas F. Lee, treasurer,	2002 Market street, Omaha, Nebraska,	January 1, 1911.
---------------------------	--------------------------------------	------------------

Charles B. Keller, general manager,	753 Blake street, Omaha, Nebraska,	January 1, 1911.
-------------------------------------	------------------------------------	------------------

(Sworn to by any officer.)

§ 6652.

FORM 829.

Application for Doing Business—Ohio.

To the Secretary of State of the State of Ohio:

The Parkersburg Pocahontas Coal Company, a corporation organized and existing under the laws of the state of West Virginia, with its principal office located at the city of Parkersburg, county of Wood, state of West Virginia, hereby makes application for permission to carry on and transact its business in the state of Ohio and desiring to conform to the laws of the said state, regulating foreign corporations doing business therein, hereby makes and submits the following statement:

1. The amount of the authorized capital stock of this corporation is \$100,000.

2. The business in which the corporation is now engaged in the said state of West Virginia is the owning and operating coal lands and mining coal and more particularly the class and quality of coal known as Pocahontas and shipping and selling at wholesale and retail such coal; and the business and purposes it intends to engage in and carry on in the state of Ohio is the owning and operating of a station or plant and coal houses and bins for the purpose of storing and shipping and selling coal so owned and mined by it.

3. The principal place of business of said corporation in Ohio is to be located at the city of Portsmouth, in the county of Scioto, in said state.

4. This corporation hereby selects, appoints and designates Horace L. Small, of the said city of Portsmouth, in said Scioto county, Ohio, as its resident agent and attorney in fact as the person in said state of Ohio upon whom process may be served in all actions that may be brought against this corporation in any of the courts of the said state of Ohio; and this corporation hereby designates the office at No. 329 River street, in said city, as the principal office of this corporation in the state of Ohio.

This corporation presents and files herewith a duly certified authenticated copy of its articles of incorporation.

In witness whereof, this corporation has caused its name to be affixed hereto by its president and attested by the secretary with its corporate seal attached hereto this 21st day of January, A. D. 1910.

PARKERSBURG POCAHONTAS COAL COMPANY,

(Seal.)

By L. H. POOLE, President.

Attest:

JOHN T. COOPER, Secretary.

STATE OF WEST VIRGINIA, COUNTY OF WOOD, ss:

L. H. Poole and John T. Cooper, being first duly sworn, depose and say that they did execute and sign the foregoing certificate for and on behalf of the corporation therein named, and that the same is their free act and deed, and is the free act and deed of said Parkersburg Pocahontas Coal Company, of which they are respectively the president and secretary; that the statements therein are true, and that the seal attached thereto is the genuine seal of said corporation; and they further declare, on oath, that the certificate and articles of incorporation hereto attached is a full, true and complete copy of the articles of incorporation or charter of the said Pocahontas Coal Company.

L. H. POOLE, President.

JOHN T. COOPER, Secretary.

(Subscribed and sworn to.)

FORM 830.

Acceptance of Appointment—Ohio.

PORTSMOUTH, OHIO, January 30, 1910.

To the Secretary of State of the State of Ohio, Columbus, Ohio:

I desire to inform you that I have been appointed the resident local agent of the Pocahontas Coal Company which has established an office and place of business at 329 River street, in the city of Portsmouth, county of Scioto, in the said state of Ohio.

I further hereby notify you that I have accepted said appointment and am now the resident agent for said company for the state of Ohio, and I am the person upon whom process may be served in any action or proceeding arising against the said corporation in the state of Ohio, and I have agreed to the designation of my office the said 329 River street, in the said city of Portsmouth, as the principal office of the said corporation in the state of Ohio.

I have this day notified the said Pocahontas Coal Company of my acceptance of the appointment as its agent.

(Signed and acknowledged.)

§ 6755.

FORM 831.

Declaration and Statement—Ohio.

To the Secretary of State of the State of Ohio:

The undersigned, The Pocahontas Coal Company, a foreign corporation organized and existing under and by virtue of the laws of the state of West Virginia, with its principal office and place of business located at the city of Parkersburg, in Wood county, in said state, and having made application to transact and carry on its business in the state of Ohio and having located its principal office at the city of Portsmouth, in the county of Scioto, in said state of Ohio, in compliance with an act of the general assembly of said state, entitled, "An Act to further supplement section 148 of the revised statutes," passed May 16, 1894 (as amended May 10, 1902), requiring a foreign corporation organized for purpose of profit, and owning or using or which proposes to own or use a part or all of its capital stock or plant in state of Ohio, before being permitted to do business, exercising its franchises, or maintaining actions therein, does hereby, under the oath of its president (or secretary), make and file with the said secretary of state a declaration and statement of facts as follows, to wit:

1. The authorized capital stock of this corporation is \$100,000, divided into 1,000 shares of the par value of \$100 each.

2. The value of the property owned and used in the state of Ohio, situate at the said city of Portsmouth is \$25,000.

3. The value of the property owned by this corporation and used outside of Ohio is \$150,000.

4. The proportion of the capital stock of this corporation represented by property owned and used and by business transacted in the said state of Ohio is one-fourth of the value of its entire property.

5. The location of its office and place of business in Ohio is at 329 River street, city of Portsmouth, county of Scioto.

6. None of the managing or executive officers of the said corporation reside in the state of Ohio. The name and address of the managing agent of the business of this corporation in the state of Ohio is Horace L. Small, 329 River street, city of Portsmouth, county of Scioto.

(Signed and sworn to.)

§ 6652.

FORM 832.

Annual Report—Ohio.

To the Secretary of State of the State of Ohio:

The undersigned, a foreign corporation, in compliance with an act of the general assembly of the state of Ohio, entitled "An Act to require corporations to file annual reports with the secretary of state, and to pay annual fees therefor," passed April 11, 1902, hereby makes and submits its following annual report, required to be made and filed in the month of September of each year.

1. The name of this corporation is the Parkersburg Pocahontas Coal Company, a corporation organized under the laws of the state of West Virginia, with its principal office and place of business at the city of Parkersburg, county of Wood, in said state.

2. Its principal office is located at No. 329 River street in the city of Portsmouth, in the county of Scioto, state of Ohio.

3. The names and addresses of its president, secretary, treasurer and members of the board of directors are as follows:

Names.	Addresses.
President, L. H. Poole.....	400 Main street.
Secretary, John T. Cooper.....	500 River street.
Treasurer, William Beard.....	800 Jefferson street.
Director, L. H. Poole.....	400 Main street.
Director, John T. Cooper.....	500 River street.
Director, Thomas Coleman.....	600 Randolph street.
Director, John Marshall	500 Jefferson street.
Director, William Pedigo.....	600 Jefferson street.

4. The date of the annual election of officers as fixed by the articles of incorporation is the 2d Monday of January of each year.

5. The authorized capital stock of this corporation is \$100,000, divided into 1,000 shares of the par value of \$100 each.

6. The amount of capital stock subscribed is \$100,000. The amount of capital stock issued is \$100,000. The amount of capital stock paid up is \$100,000.

7. The nature and kind of business in which the corporation is engaged is the buying, selling, mining, shipping and dealing in coal generally, and in mining, selling, and shipping Pocahontas coal in particular. Said business is carried on at the following place in the said state of West Virginia, to wit: In the counties of Wood, Wayne, Pocahontas and Ohio.

8. The following are the officers of the company located in Ohio and the names of all the officers and agents in charge of its business in the said state of Ohio: Horace L. Small, No. 329 River street, city of Portland, county of Scioto, state of Ohio. None of the managing or executive officers reside in the state of Ohio.

9. The value of the property owned and used by this corporation in the said state of Ohio and its location is as follows:

Location.		Property.	
Ohio.	City of Portsmouth.	Kind of Property.	Value.
		Real Estate	\$10,000
		Trade Marks.	
		Patents.	
		Good Will.	
		Leases.	
		Other Personal Property.	
		Coal in stock, tools, machinery, appliances, office furniture and fixtures.	\$10,000

Total value of property in the state of Ohio, \$21,000.

10. Value and location of the property of this corporation outside of the state of Ohio.

Location.		Property.	
State.	City.	Kind of Property.	Value.
W. Va.	Parkersburg, Wood County.	Real Estate.	\$10,000
W. Va.	Kanawha, Wood County.	Real Estate.	5,000
W. Va.	Wayne County.	Real Estate.	10,000
W. Va.	Ohio County.	Real Estate.	5,000
W. Va.	Pocahontas County.	Real Estate.	25,000
		Trade Marks.	—
		Patents.	—
		Coal.	10,000
		Leases.	5,000

Other Personal Property.

W. Va.	Wood County	\$20,000
W. Va.	Wayne County	5,000
W. Va.	Ohio County	5,000
W. Va.	Pocahontas County	20,000

Total value of property outside the state of Ohio, \$120,000.

11. The proportion of the authorized capital stock of the company represented by property owned and issued and by business in Ohio is one-sixth.

12. The following changes have been made since filing the last annual report.

Date.	Amt. of Increase.	Date.	Amt. of Reduction.
	No increase.		No reduction.
(Subscribed and sworn by president and secretary.)			

§ 6652.

FORM 833.

Certificate of Retiring from Business—Ohio.

STATE OF WEST VIRGINIA, COUNTY OF WOOD, SS:

The undersigned, the Parkersburg Pocahontas Coal Company, a corporation duly organized and existing under the laws of West Virginia, by L. H. Poole, president, and John T. Cooper, secretary, hereby reports and shows that having heretofore been duly authorized to transact and carry on business in the state of Ohio, in compliance with the provisions of Sections 148c and 148d of the Revised Statutes of said state, do hereby certify that on the 1st day of April, A. D. 1910, the said corporation, by action of its board of directors duly authorized did thereupon decide to retire, and has now fully retired from transacting and carrying on its business in said state of Ohio, and this corporation does hereby authorize the cancelation of the certificate of authority to do business in said state, heretofore issued by the secretary of state of the state of Ohio. It also hereby cancels the appointment of its agent, the said Horace L. Small, at No. 329 River street, city of Portsmouth, county of Scioto, in said state of Ohio, as to all future and further transactions, and except as to the service of process in actions against this corporation on causes of action now and heretofore existing.

In witness whereof, the said L. H. Poole, president, and John T. Cooper, secretary, of the Portsmouth Pocahontas Coal Company, acting for and on behalf of said corporation, have hereunto set its name

and signed these presents and caused the seal of said corporation to be hereto affixed this 1st day of April, A. D. 1910.

THE PORTSMOUTH POCAHONTAS COAL COMPANY,

Attest:

By L. H. POOLE, President.

JOHN T. COOPER, Secretary.

See § 6465 et seq.

FORM 834.

Application for Doing Business—Oklahoma.

To the Secretary of State of the State of Oklahoma:

The Still Air Wind Mill Company, a corporation organized under the laws of the state of Kansas, hereby makes application to the secretary of state of the state of Oklahoma for permission to transact its business in the said state of Oklahoma.

As a part of this application it presents herewith and offers to file, and does file in the office of the secretary of state of the said state of Oklahoma a duly certified copy of its articles of incorporation, and it encloses herewith a draft for \$——— in payment of the fee required of foreign corporations.

It also files herewith a duly certified copy of the appointment of a local agent, a resident of said state of Oklahoma, upon whom service of process may be had in any action arising out of or connected with the transaction of the business of this corporation in said state of Oklahoma. Wherefore it asks that it may be permitted to transact business in the said state of Oklahoma and that a certificate be issued authorizing it so to do.

THE STILL AIR WIND MILL COMPANY,

(Seal.)

By A. GALE, President.

Attest:

C. E. VANCE, Secretary.

§ 6640 et seq.

FORM 835.

Appointment of Agent—Oklahoma.

To the Secretary of State of the State of Oklahoma:

You are hereby notified that the Still Air Wind Mill Company, a corporation organized under and pursuant to the laws of the state of Kansas, and having its principal office and place of business at the city of Garden City, county of Finney, in said state of Kansas, does hereby select, nominate and appoint for itself and successors the following named person, to wit: R. H. Gaylen, whose residence is at

Chandler, county of Lincoln, said state of Oklahoma, as its true and lawful agent and attorney within and for the said state of Oklahoma, as required by Section 3, Article 23, Chapter 18 of the Statutes of Oklahoma for 1903.

And this corporation does hereby authorize the aforesaid R. H. Gaylen to acknowledge service of process and in behalf of this corporation in said state, hereby consents that such service of process, mesne as well as final, upon such agent and attorney shall be taken and held to be as valid as if served upon this corporation according to the laws of said state of Oklahoma, or any other state or territory, and waiving all claims of right or error by reason of such acknowledgment of service.

In witness whereof this corporation has hereunto caused its name to be signed by its president, attested by its secretary, and with its corporate seal attached this 23d day of January, 1910.

(Seal.)

THE STILL AIR WINDMILL COMPANY,

Attest:

By A. GALE, President.

C. E. VANCE, Secretary.

§§ 6653, 6740, 6755.

FORM 836.

Application for Doing Business—Oregon.

To the Secretary of State of the State of Oregon, Salem, Oregon:

The Smooth Sluice Company, a corporation organized and existing under and pursuant to the laws of California, having its principal office at 325 Snow street, in the city of Mount Shasta, hereby makes application for, and by this written declaration states its desire and purpose to engage in business within the state of Oregon, and for the purpose of gaining such permission, makes the following declaration and statement, to wit:

1. The full name under which it proposes to transact business in the state of Oregon is the Smooth Sluice Company.
2. The name of the state and county under whose laws it was organized is, the state of California, county of Shasta.
3. The location of its home office is at No. 325 Snow street, in the city of Mount Shasta, in said state of California.
4. The date of its incorporation was the 10th day of June, A. D. 1909.
5. The amount of its capital stock is \$10,000.
6. The nature of the pursuit, business and occupation in which it is authorized to engage is the construction and instalment of smooth

sluices and water ways for the purpose of conveying and transmitting water for water power and general manufacturing and domestic use.

7. The location of the principal office and place of business within the state of Oregon is at No. 230 Sand street, in the city of Marshfield, county of Coos, in said state of Oregon.

8. The name of its agent and attorney in fact, constituted and appointed in accordance with the provisions of Section 6 of, "An Act to provide for the licensing of domestic and foreign corporations, joint stock companies and associations, etc.," approved February 16, 1903, is Edward H. Johuk, whose business address is at No. 230 Sand street, in the city of Marshfield, in the county of Coos, in said state of Oregon.

9. The names and addresses of its principal officers and of its directors are as follows:

Names.	Office.	Postoffice address.
John T. Wetmore,	president,	Mount Shasta, Shasta co., Cal.
Asa T. Dryfrus,	secretary,	Mount Shasta, Shasta co., Cal.
Clark Howard,	treasurer,	Mount Shasta, Shasta co., Cal.
E. W. Witmer,	director,	Mount Shasta, Shasta co., Cal.
William C. Burgess,	director,	Mount Shasta, Shasta co., Cal.
John T. Wetmore,	director,	Mount Shasta, Shasta co., Cal.
Clark Howard,	director,	Mount Shasta, Shasta co., Cal.
G. H. Thompson,	director,	Mount Shasta, Shasta co., Cal.

10. The name and residence of its general agent and attorney within the state of Oregon is Edward H. Johuk, No. 230 Sand street, city of Marshfield, county of Coos, in said state of Oregon.

(Signed and sworn to by president and secretary.)

§§ 6640 et seq., 6652.

FORM 837.

Appointment of Agent by Power of Attorney—Oregon.

Know all men by these presents, that the Smooth Sluice Company, a corporation duly organized under and by virtue of the laws of the state of California, having its principal place of business in the city of Mount Shasta, California, and having established a principal office and a place of business for the transaction of its business in the city of Marshfield, county of Coos, in the state of Oregon:

That said Smooth Sluice Company has made, constituted and appointed, and does hereby make, constitute and appoint, Edward H. Johuk, a citizen of the United States and a citizen and resident of the state of Oregon, residing at No. 230 Sand street, city of Marshfield, state of Oregon, its true and lawful agent and attorney in fact,

and in its name, place and stead to make and accept service of all writs or processes and summonses in any action, suit or proceeding in any of the courts of the state of Oregon or United States courts therein, and upon whom all lawful writs, processes and summonses may be served, with the same effect as though the company existed in the said state of Oregon, requisite and necessary to give competent and complete jurisdiction of the said corporation, the said Smooth Sluice Company, to any of the said courts.

Giving and granting under said Edward H. Johuk full power and authority to do and perform acts requisite and necessary to be done in and about the premises, as full to all intents and purposes as the said, The Smooth Sluice Company might or could do if personally present, and hereby ratifies and confirms all that the said agent, the said Edward H. Johuk, shall lawfully do or cause to be done by authority thereof.

This power of attorney is irrevocable except by the substitution of another qualified person for the one hereby appointed attorney in fact.

In witness whereof, etc.

(Signed and acknowledged.)

§§ 6653, 6740, 6755.

FORM 838.

Annual Report and Statement—Oregon.

To the Secretary of State of the State of Oregon:

The Smooth Sluice Company, a corporation organized and existing under and pursuant to the laws of the state of California, does hereby make and submit to you its annual report for the year ending June 30, 1909, in compliance with the provisions of, "An Act to provide for the licensing of domestic corporations and foreign corporations, joint stock companies and associations, etc.," approved February 16, 1903, to wit:

1. The name of this corporation is the Smooth Sluice Company.
2. The location of its principal office is at No. 325 Snow street, in the city of Mount Shasta, county of Shasta, state of California.
3. The location of its principal office in the state of Oregon is No. 230 Sand street, city of Marshfield, county of Coos, in said state of Oregon.
4. The names of the president, secretary and treasurer, with the postoffice addresses of each are as follows:

Names.	Office.	Postoffice address.
John T. Wetmore,	president,	Mount Shasta, Shasta co., Cal.
Asa Dryfrus,	secretary,	Mount Shasta, Shasta co., Cal.
Clark Howard,	treasurer,	Mount Shasta, Shasta co., Cal.

5. The name and postoffice address of the resident managing agent and attorney in fact in the state of Oregon is as follows: Edward H. Johuk, managing agent and attorney in fact, whose postoffice address is No. 230 Sand street, city of Marshfield, county of Coos, in said state of Oregon.

6. The date of the annual election of the directors and officers is the first Tuesday in January of each year.

7. The authorized capital stock of this corporation is \$50,000. The said capital stock is divided into 5,000 shares, of the par value of \$10 each; the amount of the capital stock subscribed is \$50,000; the amount of the capital stock issued is \$50,000, and the amount of capital stock paid up is \$50,000.

In witness whereof, etc.

(Signed by the corporation and sworn to by the president or other officer.)

§ 6652.

FORM 839.

Application for Doing Business—Pennsylvania.

To the Secretary of the Commonwealth of Pennsylvania:

The undersigned, The Delaware Easy Loan Company, a corporation organized and existing under the laws of the state of Delaware, hereby makes application to the secretary of the commonwealth of Pennsylvania for permission to transact and carry on its business in the commonwealth of Pennsylvania. And for such purpose it would show that it has stockholders who are citizens of the said commonwealth of Pennsylvania, and that it is embraced within corporations of the second class as defined in Section 2 of an act of the general assembly of the commonwealth of Pennsylvania, entitled, "An Act to provide for the incorporation and regulation of certain corporations," approved the 29th day of April, A. D. 1874, and shows that it desires to become domesticated and to become a corporation of the commonwealth of Pennsylvania.

And for such purposes it files herewith a certified copy of its articles of incorporation, and also a statement over the corporate name executed by its president, attested by its secretary and to which is affixed its corporate seal.

It also files herewith a duly certified copy of a resolution passed by its stockholders consenting to this application and with a statement showing the location of its office in the commonwealth of Pennsylvania.

It therefore asks that letters patent may issue to it and its successors according to law.

THE DELAWARE EASY LOAN COMPANY,

(Seal.)

By W. T. SHARK, President.

Attest:

JAMES M. FLEECE, Secretary.

§ 6640 et seq.

FORM 840.

Statement for Domestication of Foreign Corporations—Pennsylvania.

The Delaware Easy Loan Company, a corporation organized and existing under the laws of the state of Delaware, having filed its application for domestication and for the transaction of business in the commonwealth of Pennsylvania, hereby makes and files, in compliance with the laws of said commonwealth, the following statement and certificate, to wit:

1. The name of this corporation is The Delaware Easy Loan Company.

2. This corporation is formed for the purpose of making loans of money on easy payments and with indifferent security.

3. The business of this corporation is to be transacted in the city of Ebensburg, county of Cambria, in the said commonwealth of Pennsylvania.

4. The term for which this said corporation is to exist is fifty years.

5. The names and places of residence of the stockholders and the number of shares held by each are as follows:

Names.	Residences.	No. of shares.
G. M. Jones,	city of Dover, Kent county, Delaware,	25 shares.
William M. Hope,	city of Dover, Kent county, Delaware,	25 shares.
John H. Anderson,	city of Dover, Kent county, Delaware,	50 shares.
James H. Hughes,	city of Dover, Kent county, Delaware,	50 shares.
Henry Ridgely,	city of Dover, Kent county, Delaware,	25 shares.
S. M. Harrington,	city of Dover, Kent county, Delaware,	25 shares.
Frank H. Davis,	city of Dover, Kent county, Delaware,	100 shares.
S. L. Reed,	Ebensburg, Cambria county, Pennsylvania,	50 shares.
F. A. Shoemaker,	Ebensburg, Cambria co., Pennsylvania,	50 shares.
J. E. Evans,	Ebensburg, Cambria county, Pennsylvania,	100 shares.

6. The number of directors of said corporation is fixed at five, and the names and residences of those who are elected to serve as directors for the current year are as follows:

Names.	Residences.
G. M. Jones,	city of Dover, Kent county, Delaware.
William M. Hope,	city of Dover, Kent county, Delaware.
John H. Anderson,	city of Dover, Kent county, Delaware.
Samuel L. Reed,	Ebensburg, Cambria county, Pennsylvania.

F. A. Shoemaker, Ebensburg, Cambria county, Pennsylvania.

7. The amount of the capital stock of said corporation is \$50,000, divided into 500 shares, of the par value of \$100 each.

8. The name of the treasurer of this corporation is J. E. Evans.

9. The legislation under which the corporation was originally created was the statute of Delaware, entitled, "An Act to provide a general corporation law," approved March 10, 1899, and the acts amendatory thereof and supplemental thereto.

10. The present financial condition of this corporation is: (a) Capital stock paid in, \$50,000. (b) Funded debt, none. (c) Floating debt, none. (d) Estimated value of property (mortgages, bills receivable, bonds, etc.), \$60,000. (e) Cash assets, \$10,000.

THE DELAWARE EASY LOAN COMPANY,

(Seal.)

By W. T. SHARK, President.

Attest:

JAMES M. FLEECE, Secretary.

§ 6652.

FORM 841.

Resolution of Stockholders for Domestication—Pennsylvania.

STATE OF DELAWARE, CITY OF DOVER:

We, the undersigned officers and directors of The Delaware Easy Loan Company, hereby certify that at a meeting of the stockholders of said company, held pursuant to due and legal notice at the office of the said company in the city of Dover, state of Delaware, on the 20th day of December, A. D. 1909, a quorum of stockholders being present, the following resolution was unanimously adopted: "Resolved, that the stockholders of this company do hereby consent for the application of the charter under the laws of the commonwealth of Pennsylvania; and be it further resolved, that this corporation do renounce its original charter and all privileges not enjoyed by corporations of its class under laws of the commonwealth of Pennsylvania.

In witness whereof, we have hereunto set our hands and caused the corporate seal of said corporation to be affixed this 20th day of December, A. D. 1909.

THE DELAWARE EASY LOAN COMPANY,

(Seal.)

By W. T. SHARK, President.

Attest:

JAMES M. FLEECE, Secretary.

G. M. JONES, Director.

WILLIAM M. HOPE, Director.

JOHN H. ANDERSON, Director.

(To be sworn to and acknowledged before the recorder of deeds of the proper county.)

FORM 842.

Designation of Office and Agent—Pennsylvania.

To the Secretary of the Commonwealth of Pennsylvania:

The Delaware Easy Loan Company, having made application for domestication pursuant to the act of assembly of Pennsylvania, approved April 22, 1874, entitled, "An Act to prohibit foreign corporations from doing business in Pennsylvania, without having a known place of business and authorized agents," and for the purpose of obtaining such permission, does, by W. T. Shark, its president, and James M. Fleece, its secretary, hereby state and certify:

1. That the said Delaware Easy Loan Company is a foreign corporation.

2. That the title or name of this corporation or company is, The Delaware Easy Loan Company.

3. That this corporation is incorporated and organized under the laws of the state of Delaware, with its principal office at the city of Dover in said state of Delaware.

4. The object of this corporation is to make loans of money on easy payments and with indifferent security.

5. The office of this corporation in the commonwealth of Pennsylvania has been established at No. 125 East New Jersey street, in the city of Ebensburg, in the county of Cambria, in said commonwealth.

6. The name of its duly authorized agent and attorney in fact to transact its business at said office is Emory H. Davis.

In witness whereof, the name of said corporation is hereto affixed by its president, attested by its secretary, to which the corporate seal is attached, this 15th day of January, A. D. 1910.

(Signed and attested.)

FORM 843.

Capital Stock Report—Pennsylvania.

To the Auditor General of Pennsylvania:

The Delaware Easy Loan Company, by the undersigned, its treasurer, hereby makes and submits this annual report for the year ending the first Monday of November, 1909, pursuant to the laws of the commonwealth of Pennsylvania, to wit:

1. The name of this corporation is the Delaware Easy Loan Company.

2. The location of its home and chief office is the city of Dover, county of Kent, state of Delaware.

3. The location of its chief office in the commonwealth of Pennsyl-

vania and the name of its authorized agent: Location, No. 125 North New Jersey Street, city of Ebensburg, Cambria county, Pennsylvania. Name, Emory H. Davis.

4. Name and address of president and treasurer:

Name.	Office.	Address.
W. T. Shark,	President,	Dover, Delaware.
J. E. Evans,	Treasurer.	Dover, Delaware.

Capital	Authorized	Shares	Par	Amt.	Capital
Stock.	Authorized.	Shares.	Issued.	Value.	Paid In.
Common,	\$40,000	400	400	\$100	None.
Preferred,	10,000	100	100	100	None.
Total	\$50,000	500	500		\$50,000

Balance sheet of all property and capital in Pennsylvania:

Assets.	Amount.
Good will.....	\$_____
Value of Property.....	_____
Bills receivable	_____
Cash and current assets.....	_____
Stocks of other companies.....	_____
Bonds of other companies.....	_____
Profit and loss.....	_____
Total	\$_____

Liabilities.	Amount.
Capital stock	\$_____
Floated debt.....	_____
Bills payable.....	_____
Other liabilities.....	_____
Profit and loss.....	_____
Total	\$_____

Date of charter, May 1st, 1905, state of Delaware,

5. Amount of capital employed wholly in Pennsylvania, _____ dollars. Sales of stock: highest price between November 1-15, \$1.05.

6. Actual value of property of all kinds owned by company in Pennsylvania, _____ dollars; sales of stock highest price sales during year, _____ dollars.

7. Actual value in cash of _____ shares at _____ dollars a share of _____ dollars, sale of stock: average prices of sales during year price _____ dollars.

8. Date when company began business in Pennsylvania, November 1, 1908.

9. Nature of business transacted in Pennsylvania (give a full and detailed statement of all the business transacted in Pennsylvania).

10. State how capital is employed or invested in Pennsylvania: a. Any ownership of real estate in Pennsylvania other than that occupied and used as a manufacturing plant, none. b. Any ownership of personal property not employed in manufacturing in Pennsylvania, ——— dollars. c. Average bank account carried in Pennsylvania. ——— dollars. d. Any manufacturing wholly and exclusively employed within said state of Pennsylvania, none. e. Any goods and wares manufactured by others and sold by this corporation, none. f. Average value of goods manufactured by the company outside of Pennsylvania and sold in Pennsylvania, the same having been shipped to the distributing point within the commonwealth directly or indirectly under the control of the company, none.

11. What dividends were paid by the company during the year 1909? January 1st, 1909, a dividend of 4 per cent, July 1st, 1909, a dividend of 4 per cent.

(Signed and sworn to by the president and treasurer.)

§ 6652

FORM 844.

Bonus Tax Report—Pennsylvania.

CITY OF DOVER, DEL., December 10, 1909.

To the Auditor General of the Commonwealth of Pennsylvania:

The Delaware Easy Loan Company, by the undersigned, its president, in accordance with the requirements of the act of the general assembly of the commonwealth of Pennsylvania, approved May 8, 1901, entitled, "An Act providing for the rates of revenue for said purposes by imposing upon certain foreign corporations, and other institutions, a bonus of one-third of one per centum upon the capital actually employed in Pennsylvania," and requiring such corporations and other institutions to file certain reports in the office of the auditor general, and pursuant to such requirements the said The Delaware Easy Loan Company, by its president, makes and submits the following report for the information of the said auditor general:

1. The name of this corporation is the Delaware Easy Loan Company.

2. The date when this company began business in Pennsylvania was November 1, 1908.

3. Date of last bonus tax report of this corporation to the auditor

general under the provisions of the above act of the assembly was December 10, 1909.

4. The name of the state and county in which this corporation was organized is, state of Delaware, county of Kent.

5. The date of its incorporation and its organization was May 1, 1905.

6. The location of its chief office in this state and the name of its authorized agent is as follows: Location, No. 125 North New Jersey street, city of Ebensburg, county of Cambria, state of Pennsylvania. Name, Emory H. Davis.

7. Name and address of the president and treasurer:

Name.	Office.	Address.
W. T. Smithers,	President,	Dover, Kent Co., Delaware.
J. E. Evans,	Treasurer,	Dover, Kent Co., Delaware.

8. The amount of bonded indebtedness, nothing.

9. Amount of authorized capital stock:

Common stock	\$40,000
Preferred	10,000
Total	\$50,000

10. Amount of capital stock paid in: Common stock, \$40,000; preferred, \$10,000; total, \$50,000.

11. Amount of capital wholly employed in Pennsylvania, \$20,000.

12. The name of the only place at which business was transacted during the past year in Pennsylvania; Ebensburg, Cambria county.

13. Give nature of business and how carried on? Making loans secured on real estate and personal property by the said agent at its office in the said city of Ebensburg.

14. The actual or approximate value of the average amount of stock in trade carried by this corporation in Pennsylvania during the year ending November 30, 1909, was the sum of the said \$20,000 invested in loans, except an average bank deposit of \$5,000.

15. If its capital is employed in, by or through the ownership in real estate or other tangible property permanently located in Pennsylvania, give name, location, assessed value for legal taxation, character and actual value of each property. (State fully and in detail.)

16. Amount of capital employed in Pennsylvania at the time of the filing of last report, \$20,000.

17. If the amount of capital employed in Pennsylvania has been increased during the year ending November 30, 1909, give date and amount of such increase? There has been no increase.

(Signed and sworn to by the president and treasurer.)

FORM 845.

Report of Loans—Pennsylvania.

DOVER, DEL., December 1, 1909.

To the Auditor General of Pennsylvania:

In accordance with the provisions of section 4 of the act of June 30, 1885, and section 1 of the act of June 8, 1891, and the requirements of your department, I, the undersigned treasurer of the Delaware Easy Loan Company, hereby make and submit the following annual report for the year ending the first Monday of November, 1909, of loans made by this company for said year, and I do also hereby assess each and every of the scrip, bonds and other evidences of its indebtedness at their nominal value and report the amount of their said loans and indebtedness of this corporation owned by residents and corporations of the commonwealth of Pennsylvania, and others as nearly as the same can be ascertained as hereunto set forth.

1. The nominal and par value of all funded and other indebtedness as shown by schedule A hereto attached....\$———
2. Held and owned by non-residents of Pennsylvania, as shown by schedule B hereto attached..... ———
3. Held and owned by individual residents and corporations of Pennsylvania, as shown by schedules A and B both hereto attached ———

Schedule A.

Description of debt.	Total amount.	Date of issue.	Date of maturity.	Amount of interest paid.
Bonds.	_____	_____	_____	_____
Mortgages.	_____	_____	_____	_____
Car trust securities.	_____	_____	_____	_____
Judgments.	_____	_____	_____	_____
Scrips.	_____	_____	_____	_____
Notes.	_____	_____	_____	_____
Notes discounted and negotiated by bank.	_____	_____	_____	_____
All other certificates or evidences of in- debtedness.	_____	_____	_____	_____
Total	_____	_____	_____	_____

Description of loans and indebtedness with amount of each class.

Description of debt, amount, how and by whom held, owned or possessed.

Holders.	Character of debt.	Amount.
1. By individual residents of Pennsylvania.....		\$————
2. By individual residents as trustees and agents.....		————
3. By Pennsylvania corporations.....		————
4. By foreign corporations and individuals as trustees, agents and attorneys		————
5. By Pennsylvania state banks and savings institutions....		————
6. By Pennsylvania corporations, including national banks..		————
By non-residents of Pennsylvania.....		————
By persons whose residences are not known.....		————

Schedule B.

Bonds, mortgages, car trust securities, judgments, scrip and notes of this company owned, held or possessed by corporations, domestic or foreign, including national banks.

Name of corporation holding loan.	Location.	Description, Date of loan.	Amount.
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

State how the loans are held, owned or possessed, whether in its own right or in a fiduciary capacity.

(Signed and sworn to by the president.)

FORM 846.

Application for Doing Business—Philippine Islands.

The American Coffee Company, a corporation organized and existing under the laws of the state of New Jersey, United States of America, hereby makes application to the chief of the division of archives, etc., for a license permitting and authorizing it to transact and carry on its business in the Philippine Islands.

In order to obtain such license it presents herewith and files with the chief of the division of archives, patents, etc., a statement under oath of the managing agent of the corporation showing the solvency and the sound financial condition of this corporation, and setting forth its resources and liabilities as required by the secretary of commerce and police.

It also files herewith a designation of its office and the name of the agent and attorney residing in the Philippine Islands as the person on whom service of summons and process may be served.

It also presents and files herewith a certified copy of its articles of incorporation, duly certified and authenticated by the secretary of state of the said state of New Jersey, the legal custodian of the original articles of incorporation.

It also presents herewith and files the order of the secretary of commerce and police authorizing the chief of said division to issue a license to this corporation authorizing it to transact and carry on its business in the Philippine Islands.

In witness whereof, this corporation has caused its name to be signed hereto by its president, attested by its secretary with its corporate seal affixed this 1st day of March, 1910.

(Signed) THE AMERICAN COFFEE COMPANY,

(Seal.)

By WILLIAM A. CRANE, President.

Attest: JOHN M. MILLS, Secretary.

(Sworn to.)

§ 6640 et seq.

FORM 847.

Financial Statement—Philippine Islands.

To the Chief of the Division of Archives, etc., Philippine Islands:

The American Coffee Company, a corporation organized and existing under the laws of the state of New Jersey, United States of America, hereby reports and shows to the chief of the division of archives, etc., of the Philippine Islands the following statement, showing its financial condition, setting forth its resources and liabilities within the next preceding ninety days as required by the secretary of commerce and police as follows:

1. The name of this corporation is the American Coffee Company.
2. The purpose for which it was organized: (Here state fully.)
3. The location of its principal place of business and its home office: 150 River street, city of Morristown, county of Morris, in said state of New Jersey.
4. The capital stock of the corporation and the amount thereof actually subscribed and paid into the treasury on the 1st day of January, 1910. The capital stock of this corporation is \$100,000, all of which has actually been subscribed and paid into the treasury of this corporation.
5. The net assets of the corporation over and above all debts, lia-

bilities, obligations and claims outstanding against it on the said 1st day of January, 1910, were \$125,000.

6. The name of the agent residing in the Philippine Islands authorized by this corporation to accept service of summons and process in all legal proceedings against the corporation and all notices affecting the corporation, is Raymond S. Bacon; and the office and place of business of this corporation and of the said agent representing it is No. 500 Vega street, in the city of Manila in the said Philippine Islands.

And this corporation hereby consents and agrees that it shall be bound by all laws, rules, and regulations applicable to domestic corporations of the same class of the Philippine Islands now in force, or as the same may be hereafter amended or otherwise changed and adopted.

In witness whereof the said corporation has caused its name to be signed hereto by its president, attested by its secretary with its corporate seal affixed.

(Signed) THE AMERICAN COFFEE COMPANY,

(Seal.)

By WILLIAM A. CRANE, President.

Attest: JOHN M. MILLS, Secretary.

(Sworn to by the president and secretary.)

§ 6652.

FORM 848.

Application for Doing Business—Porto Rico.

To the Secretary of Porto Rico:

The undersigned, The Delaware Domestic Fruit Company, a corporation organized under the laws of the state of Delaware, United States of America, hereby makes application for transacting and carrying on its business in the territory and island of Porto Rico.

It herewith presents and files in the office of the said secretary a duly authenticated copy of its articles of incorporation which are attached to this application and made a part hereof.

It also presents herewith and files as a part of this application a statement verified by the oath of its president and secretary and attested by a majority of its board of directors showing its name and location of its office and its general financial ability.

And it also presents and files herewith a certificate under its seal and under the signature of its president and secretary its written consent to be sued in the courts of the said islands.

It also files herewith a statement and designation of its place of business and of an agent residing in said island representing this

corporation and on whom service of process may be made, together with the written consent of said agent.

In witness whereof, the said corporation has caused this application to be signed by its president and attested by its secretary this 10th day of March, A. D. 1910.

THE DELAWARE DOMESTIC FRUIT COMPANY,

(Seal.)

By GEORGE N. DAVIS, President.

Attest: JOHN P. CANN, Secretary.

(Sworn to.)

§ 6640 et seq.

FORM 849.

Financial Statement—Porto Rico.

The Delaware Domestic Fruit Company, a corporation organized and existing under the laws of the state of Delaware, in the United States of America, makes and submits the following statement under the oath of its president and secretary, attested by a majority of its board of directors, showing as follows, to wit:

1. The name of this corporation and the location of its principal office without this island is the Delaware Domestic Fruit Company. its principal place of business is located at No. 200 Delaware street. in the city of Wilmington, county of New Castle, in the said state of Delaware, U. S. A.

2. The location of its principal office and place of business in the island of Porto Rico, No. 200 Equator street, city of San Juan, county of San Juan, in said island of Porto Rico.

3. The amount of its capital stock is \$50,000.

4. The amount of its capital stock actually paid in in money is \$50,000.

5. The amount of its capital stock paid in any other way and in what? Nothing.

6. The amount of the assets of this corporation and of what its assets consist, with the actual cash value thereof. (Here set out in full.)

7. The liabilities of this corporation and the amount of its indebtedness as security, how secured, and upon what property. (Here set out fully.)

In witness whereof, the said corporation has caused its name to be affixed hereto by its president, attested by its secretary, and its corporate seal hereto attached this 10th day of March, A. D. 1910.

(Sworn to by the president and secretary and attested by a majority of the board of directors.)

§ 6652.

FORM 850.

Designation of Agent—Porto Rico.

The Delaware Domestic Fruit Company, a corporation organized and existing under the laws of the state of Delaware, in the United States of America, has selected, appointed and designated and does hereby select, appoint and designate Usera Hernandez its agent and representative residing in the said island of Porto Rico, at No. 200 Equator street, city of San Juan, county of San Juan, in said island, on whom service of process may be made in any action or proceeding arising or maintained against this corporation in the said island of Porto Rico; and this corporation hereby consents and agrees that such service, when so made, upon said agent shall be valid service on this corporation.

In witness whereof, we, George N. Davis, president, and John P. Cann, secretary, of the Delaware Domestic Fruit Company hereby certify that the above appointment has been duly made, and that the same is hereby made by us, acting as and for the said corporation, this 10th day of March, A. D. 1910.

(Seal.)

GEORGE N. DAVIS, President.

Attest:

JOHN P. CANN, Secretary.

§ 6653.

FORM 851.

Consent of Agent—Porto Rico.

To the Secretary of Porto Rico:

I, Usera Hernandez, hereby accept the appointment and designation as agent of the Delaware Domestic Fruit Company, a corporation organized and existing under the laws of the state of Delaware, of the United States of America, and doing business in the island of Porto Rico at No. 200 Equator street, in the city of San Juan, in said island, and state, that I am a resident of this island and my place of business is the said No. 200 Equator street, in the said city of San Juan, and that service of process may be made on me at said office.

I have this day notified the said Delaware Domestic Fruit Company of my acceptance of the appointment as its agent in this island.

(Duly acknowledged.)

USERA HERNANDES.

§ 6755.

FORM 852.

Consent to be Sued—Porto Rico.

To the Secretary of Porto Rico:

The Delaware Domestic Fruit Company, a corporation duly organized under the laws of the state of Delaware, United States of America, having made application to transact and carry on its business in the island of Porto Rico, has consented, and in consideration that it be permitted to transact and carry on its business in the said island of Porto Rico does hereby and by these presents consent to be sued in the courts of the said island of Porto Rico upon all causes of action arising against it in said island; and it further hereby consents that service of process may be made upon its resident agent, this day made by it.

In witness whereof, the said corporation has caused its name to be signed hereto by its president, attested by its secretary, with its corporate seal attached, this 10th day of March, A. D. 1910.

(Acknowledged.)

§ 6740.

FORM 853.

Annual Report—Porto Rico.

The Delaware Domestic Fruit Company, a corporation organized under the laws of the state of Delaware, U. S. A., and doing business in Porto Rico, does hereby make and submit the following annual report in compliance with the provisions of an act of the legislative assembly of Porto Rico, entitled, "An Act regulating corporations," approved March 1, 1902, as follows, to wit:

1. The name of this corporation is the Delaware Domestic Fruit Company.

2. The location of the principal office in Porto Rico is No. 200 Equator street, in the city of San Juan, and the agent upon whom service against this corporation may be served is Usera Hernandez.

3. The object of this corporation is (here state as in form blank), and is otherwise specified in the articles of incorporation.

4. The amount of the authorized capital stock of this corporation is \$50,000; the amount actually issued and outstanding is \$50,000; the amount actually paid in is \$50,000; the existing liabilities of this corporation are the following: (Here state all of existing liabilities).

5. The names of all the directors and officers and postoffice addresses of each and the time when the terms of office of each expires are as follows:

Names of Directors.	Address.	Expiration of term.
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

OFFICERS.

President, George N. Davis, 915 Market street, Wilmington, Delaware, Newcastle county.

Vice-president, George Lodge, 4 West 9th street, Wilmington, Delaware, Newcastle county.

Treasurer, Howell S. England, 904 Market street, Wilmington, Delaware, Newcastle county.

Secretary, John P. Cann, 909 Market street, Wilmington, Delaware, Newcastle county.

Robert A'Dair, 18th and Washington streets, Wilmington, Delaware, Newcastle county.

6. The next and regular annual meeting of the stockholders for the election of directors is appointed to be held on the first Monday of January, 1911. In witness whereof, the said corporation has caused its name to be signed to this report by George N. Davis, president, attested, John P. Cann, secretary, with the corporate seal affixed, this 10th day of March, 1910.

(Seal.)

DELAWARE DOMESTIC FRUIT COMPANY,

Attest:

By GEORGE N. DAVIS, President.

JOHN P. CANN, Secretary.

§ 6652.

FORM 854.

Application for Doing Business—Rhode Island.

To the Secretary of State of the State of Rhode Island:

The William L. Douglas Shoe Company, a corporation duly organized and existing under the laws of the state of Massachusetts, herewith presents and files with the secretary of state of the state of Rhode Island a duly certified and authenticated copy of its written power of attorney appointing a resident agent and attorney in said state and authorizing such agent and attorney to accept service of all process against this corporation in said state of Rhode Island.

(Seal.)

WILLIAM L. DOUGLAS, President.

Attest:

WILLIAM E. FULLER, Secretary,

§ 6640 et seq.

FORM 855.

Appointment of Agent—Rhode Island.

Know all men by these presents, that the William L. Douglas Shoe Company, a corporation created by and duly organized under the laws of and existing in the state of Massachusetts, with its principal office and place of business located in the city of Fall River, county of Bristol, in the state of Massachusetts, hereby selects, constitutes and appoints James A. Lee of the city of Providence, county of Providence, in the state of Rhode Island, to be its true and lawful agent and attorney to accept and acknowledge service of process, whether mesne or final, for and on behalf of said corporation in any action or proceeding against said corporation arising out of or connected with its business in the said state of Rhode Island and which may be brought in any court in said state, including the process of garnishment, and in consideration that this corporation is permitted and does carry on and transact its business in the said state of Rhode Island, it hereby stipulates and agrees that any legal process served upon its said agent and attorney shall be taken and held to be as valid and binding in law in that behalf as if served upon said corporation according to the laws of the said state of Rhode Island and all claims of writ of error by reason of such service is held expressly waived and relinquished. And in consideration of the premises it has agreed that this appointment shall continue in force for a period of time and in the manner provided by Chapter 29 of the Court and Practice Act, and so long as any liability remains outstanding against this corporation in the said state of Rhode Island, and until another agent and attorney shall be substituted and appointed.

In witness whereof, the corporation has caused its name to be hereunto subscribed by its president and attested by its secretary, and its corporate seal to be affixed thereto, this 5th day of January, A. D. 1910.

WILLIAM L. DOUGLAS SHOE COMPANY,

(Seal.)

By WILLIAM L. DOUGLAS, President.

Attest:

WILLIAM E. FULLER, Secretary.

(Acknowledged.)

§§ 6653, 6740.

FORM 856.

Acceptance of Appointment—Rhode Island.

STATE OF RHODE ISLAND, COUNTY AND CITY OF PROVIDENCE, ss:

FALLS RIVER, MASSACHUSETTS, January 10, 1910.

To the William L. Douglas Shoe Company:

I, James A. Lee of the city of Providence, state of Rhode Island,

do hereby consent to and accept the appointment as your agent and attorney in the said state of Rhode Island on whom legal process against your said corporation in any action brought against it in the said state of Rhode Island may be served.

I will immediately notify you in case I am served at any time with process and will at once forward to you a copy of any such writ or summons.

I have this day notified the secretary of state of the state of Rhode Island of my appointment and acceptance and have notified him that my place of business as such agent for your corporation is at No. 1005 Sea street, in the city of Providence. (Signed and acknowledged.)

§ 6755.

FORM 857.

Application for Doing Business—South Carolina.

To the Secretary of State of the State of South Carolina:

The undersigned, the Delaware Small Peanut Company, desiring and intending to transact and carry on its business in the state of South Carolina, tenders and files herewith a duly certified and authenticated copy of its articles of incorporation and a like certified and authenticated copy of its by-laws together with all amendments that have from time to time been made.

It also tenders and files herewith a written stipulation and declaration designating a place in said state as its principal place of business and the location of its principal office at which all legal papers may be served on any agent or employé of said corporation found therein or thereat. (Signed) DELAWARE SMALL PEANUT COMPANY,

(Seal.)

By SHELLEY CHESTNUT, President.

Attest:

FRANK J. BURR.

§ 6640 et seq.

FORM 858.

Designation of Place of Business—South Carolina.

Know all men by these presents, that the Delaware Small Peanut Company, having within sixty days last past acquired property in the state of South Carolina and having within said time commenced to transact and carry on its business in the said state, has pursuant to the statutes and laws of the said state of South Carolina selected and designated, and does hereby select and designate as the place and location of its principal office and place of doing business in said state of South

Carolina, No. 43 Broad street, in the city of Charleston, county of Charleston, in the said state of South Carolina, and the said corporation hereby consents and agrees that all legal papers in any proceeding or action against this corporation in the said state of South Carolina may be served on it by the delivery of the same, or the proper copies thereof, to any officer, agent or employé of this corporation found at its said principal office and the location of its said business in said city of Charleston; and it further agrees that if any such officer, agent or employé shall be found at said designated place, then service of all legal papers may be made by leaving a copy of the same at such designated place, and this corporation hereby consents and agrees that such service on its said officer, agent or employé, and in the absence of any such officer, agent or employé, such alternative service by copy shall have the like purpose and effect in all respects as service upon citizens of the said state of South Carolina found within its limits.

(Signed and acknowledged.)

§§ 6630, 6653.

FORM 859.

Annual Report—South Carolina.

To the Secretary of State of the State of South Carolina:

The Delaware Small Peanut Company, a corporation organized and existing under the laws of the State of Delaware and doing business in the state of South Carolina, hereby makes and submits its statement and report for the fiscal year ending December 31, 1909.

1. The name of this corporation is the Delaware Small Peanut Company.

2. The nature of this company is a corporation, an association of persons duly incorporated.

3. The location of its principal office is at No. 200 Broad street, city of Wilmington, county of Newcastle, state of Delaware.

4. The name and postoffice address of each of the officers is as follows:

President, Shelley Chestnut, 700 High street.

Vice-president, Frank E. Smith, 333 West street.

Secretary, Frank J. Burr, 335 Broad street.

Treasurer, William Bush, 47 North street.

Superintendent and general manager, Edward W. Cooch, 402 Adams street.

DIRECTORS.

Shelley Chestnut, 700 High street.

Edward W. Cooch, 402 Adams street.

Herbert L. Rice, 304 Central street.

Hugh M. Morris, 500 Washington street.

John F. Lynn, 124 Morris street.

5. This corporation is organized under the laws of the state of Delaware.

6. The date of the annual election of officers is the first Monday of July of each year.

7. The amount of authorized capital stock and the par value of each share is \$10,000, 1,000 shares of \$10 each.

8. The amount of capital stock is \$10,000; subscribed, \$10,000; issued and outstanding, \$10,000; paid up, \$10,000.

9. The nature and kind of business in which this corporation is engaged is the raising, producing, buying, selling, shipping, exporting, importing, wholesaling and retailing of all kinds of peanuts.

10. The place of business of this corporation in the state of South Carolina is at 43 Broad street, city of Charleston, county of Charleston.

11. The following are the officers of the company located in South Carolina and the names of the officers and agents in charge of its business in South Carolina:

Names.	Office or agency.	Postoffice addresses.
John W. Hull,	Agent Delaware Small Peanut Company,	43 Broad street, Charleston, S. C.

This corporation has no managing or executive officer in the said state of South Carolina.

12. The value of all property owned and used by this corporation in South Carolina and its location is as follows:

Location.	Value.
(Locate and describe and give value of each separate property.)	

13. Total value of all property in the state of South Carolina

14. Value and location of all the property of this corporation outside of South Carolina:

Location.	Value.
(Locate and describe and give value of each separate property.)	

15. The proportion of the authorized capital stock of this corporation represented by property owned and used and by business transacted in South Carolina is one-third.

16. In witness whereof, the said corporation has caused its name to be signed hereto by its president, attested by its secretary, and its corporate seal attached, this 15th day of January, A. D. 1910.

17. The following changes have been made since filing the last annual report:

Date.	Amount of increase.	Date.	Amount of reduction.
	No change has been made.		No change has been made.
(Signed) DELAWARE SMALL PEANUT COMPANY,			
By SHELLEY CHESTNUT, President.			

STATE OF DELAWARE, COUNTY OF NEWCASTLE, SS:

Shelley Chestnut, being sworn, deposes and says that he is the president of the Delaware Small Peanut Company, and that he executed the above and foregoing statement and report in the name of and for and on behalf of the said corporation whose name is attached hereto, and caused its corporate seal to be hereunto affixed, that he was authorized to make such statement and to execute the same by direction of the board of directors of the said corporation and that the statements herein set out and made are true.

(Signed and sworn to.)

§ 6652.

FORM 860.

Application for Doing Business—South Dakota.

To the Secretary of State of the State of South Dakota:

The Cobless Corn Company, a corporation organized and existing under the laws of the state of Iowa, hereby asks permission to carry on and transact its business in the state of South Dakota, and for that purpose presents and files herewith an authenticated copy of its articles of incorporation, duly certified by the secretary of state of the state of Iowa, the public officer having the custody of the original articles of incorporation.

It also files herewith a certified copy of the resolutions of its board of directors, appointing a resident agent in the said state of South Dakota on whom service of process against this corporation may be served, and that the designation of its principal office and place of business is in said state of South Dakota.

(Seal.)

By JOHN F. HARDIN, President.

Attest:

G. W. WARD, Secretary.

§ 6640 et seq.

FORM 861.

Consent to be Sued and Appointment of Agent—South Dakota.

Know all men by these presents, that the Cobless Corn Company, a corporation duly organized and incorporated under the laws of the state of Iowa, has by resolution of its board of directors selected, designated

and appointed, and does hereby select, designate and appoint, **Edward L. Craig**, residing at the city of Columbia, in the county of Richland, state of South Dakota, its resident agent in said state, who is hereby authorized to accept service of process, and upon whom service of process may be made in any action in which this corporation may be a party, in the said state of South Dakota, arising out of or connected with its business in said state; and this corporation hereby consents and agrees that service upon the said agent shall be taken and held as due and personal service upon this corporation.

In witness whereof, this corporation, by its board of directors, has caused the said appointment to be made and signed in duplicate by this corporation, by its president.

Attested by its secretary and its corporate seal affixed thereto this 6th day of February, 1910. (Signed and acknowledged.)

(One copy must be filed with the secretary of state and one with the register of deeds of the county of the agent's residence.)

§§ 6653, 6740, 6755.

FORM 862.

Application for Doing Business—Tennessee.

To the Secretary of State of the State of Tennessee:

The Building Stone Company, a corporation organized and existing under the laws of the state of Illinois, desiring and intending to transact business in the state of Tennessee, hereby tenders and files in the office of the secretary of state a copy of its articles of incorporation, duly certified and authenticated in the same manner as provided for the authentication of the statutes of the said state.

This corporation would further represent and show that it is its intention, in good faith, to proceed to the transaction of its business in mining, quarrying and shipping building stone of all kinds, and in developing and operating the mine and quarries now owned and leased by it in the said state of Tennessee, and that it will in one year commence, in good faith, to develop and work its said property within the state after filing this application and the authenticated copy of its articles of association, and that it intends, in good faith, to comply with the statutes of the said state of Tennessee, in its behalf made and provided.

This corporation has filed a certified and duly authenticated copy of its said articles of incorporation in the office of the register of deeds in the county of Rutherford, in which said county it proposes to carry on its business and acquire real estate and other property.

In witness whereof, the said corporation has caused its name to be signed hereunto by its president, attested by its secretary and its corporate seal affixed this 15th day of January, A. D. 1910.

(Seal.)

THE BUILDING STONE COMPANY,

Attest:

By JOHN M. REID, President.

JAMES M. BUCHANAN, Secretary.

§ 6640 et seq.

FORM 863.

Annual Report—Tennessee.

To the Secretary of State of the State of Tennessee:

The Building Stone Company, a corporation organized under the laws of the state of Illinois, herewith makes and submits its annual report for the year commencing July 1, 1908, as required by foreign corporations by the statutes of Tennessee, to wit:

1. The name of this corporation is The Building Stone Company.
2. The principal office and place of business of this corporation is at No. 500 Dearborn street, city of Chicago, State of Illinois.
3. The principal office and place of business of this corporation in the state of Tennessee is at the city of Murfreesboro, county of Rutherford, in said state.
4. The amount of the authorized capital stock of this corporation is \$100,000.
5. The amount of the capital stock of this corporation issued and outstanding is \$100,000.
6. The president of this corporation is John M. Reid.
7. The vice-president of this corporation is James M. Clenney.
8. The secretary of this corporation is James M. Buchanan.
9. The treasurer of this corporation is William M. Fields.
10. The board of directors of this corporation are as follows:
Names.
John M. Reid,
James M. Clenney,
William M. Field,
Robert Palmer,
Harry C. Nelson,
Rudolph Motz,
George Folk.
11. The nature and character of the business in which said corporation is engaged is the mining, quarrying, treating and shipping building stone and the operation of mines and quarries owned and leased by it in the said state of Tennessee.

In witness whereof, the said corporation has signed this report by its president, attested by its secretary.

(Seal.)

BUILDING STONE COMPANY,

Attest:

By JOHN M. REID, President

JAMES M. BUCHANAN, Secretary.

§ 6640 et seq.

FORM 864.

Application for Doing Business—Texas.

To the Secretary of State of the State of Texas:

The Dakota Air Line Transportation Company, a corporation organized and existing under the laws of the state of South Dakota hereby makes application for permission to transact and carry on its business in the said state of Texas and for the purpose of securing such permission and license so to do it hereby submits the following statement and certificate:

1. The name of this corporation is the Dakota Hot Air Transportation Company.

2. The permit it desires is for the purpose of transporting grain, farm products, stock and merchandise generally from the state of Texas, which said business it is permitted to do in the said state of South Dakota, being the state where it is incorporated, under the laws of said state and which business it is now carrying on and transacting in the said state of its incorporation.

3. The home office and place of business of this corporation is the city of Coldtown, in the said state of South Dakota.

4. Its business in the said state of Texas is to be transacted at the city of Weatherford, county of Parker, the name and address of its agent in Texas is John Wesley Squeyers, and its principal place of business and principal office in the said state of Texas is at No. 125 Dry street, in the said city of Weatherford, county of Parker, in said state.

5. The number of directors are five and the names and the residence of its present directors are:

Edward L. Craig,	Coldtown, South Dakota.
John F. Lynn,	“ “ “
Richard Morman,	“ “ “
George H. Edwards,	“ “ “
Marshall W. Pyle,	“ “ “

6. The authorized capital stock of this corporation subscribed or unsubscribed is \$100,000, divided into 100,000 shares of \$1 each.

7. This corporation, as an applicant for such permit, hereby presents and files with this application a duly certified copy of the original articles of incorporation together with all amendments thereto, duly certified under the hand and seal of Thomas S. Gasportas, the keeper of records and the custodian of the articles of incorporation in the said state of South Dakota.

8. This corporation also presents with its application the anti-trust affidavit, duly subscribed and sworn to by the president and secretary of this corporation, as required by the statutes and laws of the state of Texas.

In witness whereof, the said corporation has caused its name to be signed to this application by its president, attested by its secretary, with its corporate seal attached, this 3d day of January, A. D. 1910.

(Signed.)

STATE OF SOUTH DAKOTA, COUNTY OF CHESTER, ss:

Personally appeared before me, the undersigned notary public, on this day, Edward L. Craig, president, and Thomas S. Gasportas, secretary, known to me to be the president and secretary whose names are subscribed to the foregoing statement, who each have acknowledged to me that he executed the same for the purpose and consideration therein expressed and in the capacity therein stated. And the said Edward L. Craig, being further duly sworn on oath, says that the capital stock of said corporation, subscribed or unsubscribed, is \$100,000 and no more, and that 50 per cent of the said capital stock has been subscribed and that 10 per cent thereof has been paid in.

(Witness my hand and official seal, etc.)

§§ 6640 et seq., 6653, 6740.

FORM 865.

Anti-Trust Affidavit—Texas.

STATE OF SOUTH DAKOTA, COUNTY OF CHESTER, ss:

Before me, the undersigned notary public in and for said county and state, duly authorized and empowered to take acknowledgments and administer oaths in said state and county, Edward L. Craig and Thomas S. Gasportas, known to me and who, being duly sworn on oath, say: that they respectively represent the president and secretary of the Dakota Hot Air Transportation Company, a corporation duly and legally incorporated under and by virtue of the laws of the state of South Dakota, that such corporation is not a trust, monopoly, or combination in restraint of trade in violation of the laws of the state of Texas, that it has not, within twelve months next preceding the

date hereof, entered into or been a party to any trust combination of any kind, nature or character whatsoever, which would constitute a violation of any anti-trust law of the said state of Texas existing at this date and that it has not within that time entered into, been and become in any wise a party to any combination in restraint of trade within the United States of America and that no officer of such corporation has within the knowledge of these affiants, within twelve months next preceding the date hereof, made on behalf of such corporation or for its benefit of any contract or entered into or become a party to any such combination in restraint of trade.

(Subscribed and sworn to.)

See § 5569 et seq. See Form 800.

FORM 866.

Application for Doing Business—Utah.

To the Secretary of State of the State of Utah:

The undersigned, the Rich Creek Mining Company, a corporation organized under the laws of the state of Missouri, presents and files herewith and with you a duly certified copy of its articles of incorporation, and a duly certified copy of its by-laws together with all alterations and amendments thereto this day.

It presents and files herewith a certified copy of a resolution of its board of directors accepting the provisions of the constitution of the state of Utah as to the regulation of foreign corporations for doing business in said state.

It also files herewith its designation of a resident agent, upon whom process may be served and the designation of its principal place of business in the state of Utah.

It also shows and states that it has filed a like certified copy of its articles of incorporation and of its by-laws and a like certified copy of the said resolution of its board of directors in the office of the clerk of the county in which its principal office is located.

In witness whereof, the said corporation by its president has hereunto set its name, attested by the secretary with its corporate seal affixed.

THE RICH CREEK MINING COMPANY,

(Seal.)

By PETER S. RADER, President.

Attest: FRANK E. LUCKETT, Secretary.

FORM 867.

Resolution Accepting Constitutional Provisions—Utah.

JEFFERSON CITY, Mo., March 1, 1910.

I, Peter S. Rader, president, and Frank E. Luckett, secretary of the Rich Creek Mining Company, a corporation organized and existing under the laws of the state of Missouri, with its principal office and place of business at the city of Jefferson City, county of Cole, state of Missouri, hereby certifies that at a regular meeting of the board of directors of said corporation, held on the 25th day of February, 1910, at the office of said company, a quorum being present, the following resolution and preamble was unanimously adopted:

“Whereas, this corporation desires to and is now preparing to transact its business in the state of Utah,

Therefore be it resolved by the board of directors of this corporation in regular session duly assembled, that the provisions of the constitution of the state of Utah be, and that they are hereby accepted as binding upon this corporation, and that this corporation as a condition for transacting and carrying on its business in the said state of Utah does accept all the provisions of the constitution of the said state so far as they are applicable to foreign corporations.

We, Peter S. Rader, president, and Frank E. Luckett, secretary of the Rich Creek Mining Company, do hereby certify that the foregoing is a full, true, and correct copy of a resolution adopted by the board of directors of said corporation on the 25th day of February, A. D. 1910.

PETER S. RADER, President.

FRANK E. LUCKETT, Secretary.

§ 6630.

FORM 868.

Designation of Agent and Principal Place of Business—Utah.

JEFFERSON CITY, Mo., February 5, 1910.

To the Secretary of State of the State of Utah:

The Rich Creek Mining Company, a corporation organized and existing under the laws of the state of Missouri, having its principal office and place of business at the city of Jefferson City in the county of Cole, in said state of Missouri, and having made application to carry on and transact its business in the state of Utah; and its board of directors having adopted a resolution accepting the provisions of the constitution of the said state of Utah in so far as they apply to foreign corporations, this corporation has selected and designated, and

does hereby select and designate the city of Richfield, county of Sevier, in the said state of Utah, as the location of its principal office and place at which its business will be transacted and carried on. It has also selected, appointed and designated, and does hereby select, appoint and designate John G. Jorgensen, residing in the city of Richfield, said county of Sevier, in said state, that being the place and county in which the principal place of business of this corporation is to be located and situated, as the resident agent, representative and attorney in fact of this corporation, upon whom any process issued by authority of or under any law of the said state of Utah may be served.

In consideration of the premises this corporation hereby consents and agrees that any such process served upon said representative and agent shall be valid and binding upon this corporation.

In witness whereof, the said Rich Creek Mining Company has hereunto caused its name to be signed by its president, attested by its secretary and its corporate seal hereto affixed this 5th day of February, 1910.

RICH CREEK MINING COMPANY,

(Seal.)

By PETER S. RADER, President.

Attest: FRANK E. LUCKETT, Secretary.

(This designation of the location of the principal office and of the resident agent may be included in and be made as an additional resolution in the preceding form.)

§§ 6653, 6740, 6755.

FORM 869.

Application for Doing Business—Vermont.

To the Secretary of State of the State of Vermont:

The undersigned, the Red Granite Company, a corporation organized and existing under the laws of the state of Maine, hereby presents and files with you and in your office a duly certified and sworn copy, in the English language, of its certificate of incorporation; it also presents and files under its corporate seal a statement particularly setting forth the business in which it is engaged and which it intends to carry on within the state of Vermont.

It also presents and files herewith a designation of the location of its principal place of business in the said state of Vermont and the designation of a person residing therein upon whom process against the corporation may be served and to whom notice relating to designation may be given.

It further states and shows that it has filed with the commissioner of state taxes a copy of this application, a duly certified and sworn

copy in the English language of its certificate of incorporation and a copy of the statement setting forth the business in which it was engaged and which it proposes to carry on in the said state of Vermont and a like statement designating the place which is to be its place of business and a person residing in said state upon whom process may be served and to whom notice relating to the corporation may be given. This corporation hereby represents and declares that upon the issuance to it by the secretary of state of the proper certificate and license authorizing it to do business in the state of Vermont, it proposes to and will therein engage in the business of (here state fully business intended to be transacted in Vermont).

Wherefore this corporation asks that a certificate be granted permitting and authorizing it to transact and carry on business in the state of Vermont.

In witness whereof, the said corporation has hereunto set its name by its president, attested by its secretary with its corporate seal affixed hereto this 10th day of February, A. D. 1910.

(Seal.)

THE RED GRANITE COMPANY,

By GEORGE W. GOWER, President,

Attest: WILLIAM T. SEECKINS, Secretary.

§§ 6640 et seq., 6630.

FORM 870.

Designation of Agent and Returns for Registration—Vermont.

The Red Granite Company, for the purpose of registration in the state of Vermont, hereby makes and certifies the following returns for registration in said state.

1. This corporation has selected and designated and does hereby select and designate No. 200 Lake street, in the city of Brattleboro, in the county of Windham, state of Vermont, as the location of its principal office and the place in said state of Vermont where it intends to and will carry on and transact its business in the said state of Vermont.

2. This corporation has selected, designated and appointed, and does hereby select, designate and appoint Christopher Columbus Fitts, a resident of the said city of Brattleboro, in the said county of Windham, in said state of Vermont, whose office and place of business is located at said No. 200 Lake street, in said city of Brattleboro, as resident agent and representative upon whom process against this corporation may be served within the said state of Vermont, and to whom all notices relating to taxation in said state shall be served.

In witness whereof, the said corporation has hereunto set its name by its president, attested by its secretary with its corporate seal affixed hereto this 10th day of February, A. D. 1910.

(Seal.)

THE RED GRANITE COMPANY,
By GEORGE W. GOWER, President.

Attest: WILLIAM T. SEECKINS, Secretary.

§§ 6652, 6653, 6740, 6755.

FORM 871.

Certified and Sworn Copy of the Articles of Incorporation—Vermont.

(To be attached to copy of articles.)

STATE OF MAINE, COUNTY OF SOMERSET, ss:

I, William T. Seeckins, of the city of Skowhegan, county of Somerset, and state of Maine, on oath depose and say that the foregoing is a full, true, complete and examined copy of the articles of association and incorporation of the Red Granite Company, with all the amendments and additions thereto under which it is organized and now operated.

WILLIAM T. SEECKINS.

STATE OF MAINE, COUNTY OF SOMERSET, ss:

At Skowhegan, in said county, on this 15th day of February, A. D. 1910, personally appeared William T. Seeckins, and made oath in due form of law that the foregoing affidavit by him subscribed is true.

Witness my hand and seal, etc.

(Copy of each of the above forms should be filed with the secretary of state and with the commissioner of state taxes in the state of Vermont.)

FORM 872.

Annual License Tax Return—Vermont.

The Red Granite Company, a corporation organized and existing under the laws of the state of Maine and doing business in the state of Vermont, hereby makes and submits, within ten days after the date of its certificate of registration in the said state of Vermont its annual license tax return, and herein makes true and correct statements and answers touching its organization and business in compliance with the laws of the state of Vermont.

1. What is the correct name of the corporation making this return?
The Red Granite Company.

2. What is the location of its principal office? 100 Black street, in

the city of Skowhegan, in the county of Sommerset, in said state of Maine.

3. Under the laws of what state or government was it incorporated? State of Maine.

4. What office does the person subscribing this return hold in said corporation? Treasurer.

5. If a Vermont corporation what is the name and postoffice address of its clerk or secretary? It is not a Vermont corporation.

6. If a Vermont corporation organized since February 1, 1907, give the date on which the incorporators held their first meeting for the purpose of organization under its charter or articles of association. It is not a Vermont corporation.

7. If a corporation to which a certificate has been issued by the secretary of state since February 1, 1908, give the exact date at which such corporation first began to do business or to exercise any corporate function in the state of Vermont. February 15, 1910.

8. How much capital stock, if any, is authorized by its charter or articles of association? \$2,000.

9. What amount of the capital stock, if any, has been issued? \$2,000.

10. If such corporation is not authorized to issue capital stock but is carried on in whole or in part upon the mutual or co-operation plan, what was the gross amount of its assets of every description? It is authorized to issue and has issued capital stock.

A. K. BUTLER, Treasurer.

§ 6652.

FORM 873.

Application for Doing Business—Virginia.

To the State Corporation Commissioner of the State of Virginia:

The Perfection Persimmons Company, a corporation organized and existing under the laws of West Virginia, hereby makes application to the state corporation commissioner of the state of Virginia for a license authorizing and permitting it to transact and carry on its business in the said state of Virginia. For that purpose it herewith presents two duly authenticated copies of its charter and articles of incorporation. It also presents herewith a written power of attorney executed in duplicate appointing a resident agent in the said state of Virginia upon whom legal process against this corporation may be served, and who is authorized to enter an appearance in its behalf.

It also presents herewith a certificate of the auditor of public accounts, of the said state of Virginia, showing the payment into the treasury of the fee required by law to be paid by this corporation.

It therefore asks that the said state corporation commissioner will issue a license to it to transact business in the said state of Virginia.

In witness whereof, the said Perfection Persimmons Company has hereunto, by its president, set its name, attested by its secretary and affixed hereto its corporate seal this 1st day of March, A. D. 1910.

(Seal.)

JOHN W. DAVIS, President.

Attest: CHARLES W. MOORE, Secretary.

§ 6640 et seq.

FORM 874.

Appointment of Resident Agent—Virginia.

Know all men by these presents, that the Perfection Persimmons Company, a corporation organized and existing under the laws of the state of West Virginia, having made application to the state corporation commissioner of the state of Virginia to transact business in said state, and having established an office in the said state of Virginia at the city of Luray, county of Page, in said state, and intending and desiring to transact business therein in conformity with the laws thereof, has designated, constituted and appointed, and does hereby designate, constitute and appoint William F. Keyser, a resident of the said state of Virginia and residing at the said city of Luray, county of Page, in said state, to be the true and lawful attorney and agent of said corporation in and for the said commonwealth of Virginia, pursuant to the provisions of section 1104 of the code of Virginia, as amended, upon whom all legal process against this corporation may be served, and who is hereby authorized to enter an appearance in its behalf in any actions and proceedings arising in said state. And in consideration of the premises this corporation hereby stipulates and agrees that any lawful process against it which is duly served on said agent and attorney shall be of the same legal force and validity as if served on this corporation.

In witness whereof, etc.

(Signed and acknowledged by the president and secretary.)

§§ 6653, 6740.

FORM 875.

Acceptance of Appointment—Virginia.

LURAY, VA., March 1, 1910.

To the State Corporation Commissioner, Richmond, Va.:

I hereby state and say that I have this day accepted and do hereby accept the appointment as the resident agent and representative of

the Perfection Persimmons Company, a corporation organized under the laws of West Virginia, and doing business in the state of Virginia.

I further state and say that my office and place of business is at 200 Caverns street, in the city of Luray, county of Page, in said state, the same being the location of the principal office and place of business in this state of the said Perfection Persimmons Company.

I have also this day notified the said corporation of my acceptance of said appointment.

WILLIAM T. KEYSER, Agent.

§ 6755.

FORM 876.

Annual Report—Virginia.

The Perfection Persimmons Company, a corporation organized under the laws of the state of West Virginia, hereby makes and submits to the state corporation commissioner its annual report and statement pursuant to and in accordance with the statutes of the state of Virginia, as follows:

(a) The name of this corporation is the Perfection Persimmons Company.

(b) The location of the principal office and place of business of said corporation in the state of Virginia is No. 200 Caverns street, in the city of Luray, county of Page, and the name of the agent of the corporation upon whom process may be served is William F. Keyser.

(c) The character of its business is the raising, producing, buying and selling and shipping persimmons of all kinds and of the Perfection Persimmons especially.

(d) The amount of the authorized capital stock of this company is \$5,000 and the amount actually issued and outstanding is \$5,000.

(e) The names and addresses of the officers and directors of the corporation and when their respective terms of office expire are as follows:

Offices.	Names.	Addresses.	Expiration of term.
President,	J. W. Davis,	32 Hill st.,	Clarksburg, Harrison co., Jan. 1, 1911.

Secretary,	Charles Moore,	50 Main st.,	Clarksburg, Harrison co., Jan. 1, 1911.
------------	----------------	--------------	---

Treasurer,	Philip Steptoe,	60 Randolph st.,	Clarksburg, Harrison co., Jan. 1, 1911.
------------	-----------------	------------------	---

Directors	Names.	Addresses.	Expiration of term.
	J. W. Davis,	32 Hill street,	Clarksburg, Harrison co., Jan. 1, 1911.
	Philip Steptoe,	60 Randolph st.,	Clarksburg, Harrison co., Jan. 1, 1911.

C. W. Lynch, 600 Jefferson st., Clarksburg, Harrison co., Jan. 1, 1912.

J. T. Law, 580 Back st., Clarksburg, Harrison co., Jan. 1, 1912.

Webster Scott, 400 Back st., Clarksburg, Harrison co., Jan. 1, 1913.

W. H. Poling, 2800 Webster ave., Clarksburg, Harrison co., Jan. 1, 1913.

(f) The date of the regular annual meeting of the stockholders is the last Saturday of December of each year.

(Signed by the president and secretary.)

§ 6652.

FORM 877.

Application for Transacting Business—Washington.

To the Secretary of State of the State of Washington:

The Long Fleece Sheep Company, a corporation organized and existing under the laws of the state of Oregon, hereby makes application for the carrying on and transacting its business in the state of Washington, and for that purpose it presents herewith and files a copy of its articles of incorporation duly certified by the secretary of state of the state of Oregon who is the legal custodian of the original articles of incorporation according to the laws of said state of Oregon, and who is authorized to issue certificates of incorporation.

This corporation also files herewith its designation and appointment and power of attorney, naming and appointing a resident agent in the said state of Washington and also designating the place where the principal business of the corporation is to be carried on in the said state of Washington and asks that the same may be filed in the office of the secretary of state as a part of this application.

It therefore asks that it may be permitted and authorized to transact and carry on its business in the said state of Washington.

THE LONG FLEECE SHEEP COMPANY,

(Seal.)

By G. W. KERR, President.

Attest: H. W. BLEAT, Secretary.

§ 6640 et seq.

FORM 878.

Designation of Agent and Place of Business—Washington.

The Long Fleece Sheep Company, a corporation organized and existing under the laws of the state of Oregon, having made application for permission and license to transact and carry on its business in the state of Washington in conformity with the laws of said state has

made, constituted and appointed, and does hereby make, constitute and appoint Wilson Buttner its resident agent and representative to reside at the city of Aberdeen, county of Chehalis, the same being the principal place of business of said corporation in the said state of Washington, its true and lawful agent and attorney, in and for the said state of Washington on whom all legal process against said Long Fleece Sheep Company may be served in any action or special proceeding against it arising out of or connected with the transaction of its business in the said state of Washington, subject to and in accordance with all the provisions of the statutes and laws of the said state of Washington, now in force and such other acts as may be hereafter passed, amendatory thereof and supplementary thereto. The said agent and attorney is hereby duly authorized and empowered to receive and accept service of process in all actions as provided for by the laws of the said state of Washington; and in consideration of the premises this corporation stipulates and agrees that such service shall be deemed valid personal service upon this corporation itself. And in further consideration of the premises it is agreed that this appointment is to continue in force for the period of time and in the manner provided by the statutes of the said state of Washington, and so long as any liability shall exist against this corporation in said state growing out of or connected with its said business, and until another agent and attorney shall be duly and regularly substituted.

In witness whereof, the said J. W. Kerr, president of said Long Fleece Sheep Company has hereunto set his hand this 1st day of March, A. D. 1910.

J. W. KERR, President.

(Seal.)

Attest: A. W. BLEAT, Secretary.

(Acknowledged.)

§§ 6653, 6740, 6755.

FORM 879.

Application for Doing Business—West Virginia.

To the Secretary of State of the State of West Virginia:

The Potomac Improvement Company, a corporation duly incorporated under the laws of the state of Maryland, on the 1st day of June, A. D. 1904, hereby makes application to the secretary of state of the state of West Virginia, under and pursuant to the provisions of section 30 of chapter 154 of the code, for a certificate authorizing and empowering it to hold property and transact business in the said state of West Virginia, it files herewith as a part of this application a duly certified and authenticated copy of its articles of incorporation. It

also shows and states that it has filed in the office of the clerk of the county court of Berkeley county a like certified copy of its said articles of incorporation.

It also presents and files herewith a report preliminary to the annual report, which preliminary report contains sufficient information upon which to base an assessment of its license tax for the current year.

It also presents herewith and files with the secretary of state its designation and appointment of the auditor of state of the state of West Virginia and his successors in office as its agent and attorney in fact to accept service of process in actions against this corporation.

It therefore asks that a certificate shall be issued authorizing and licensing it to carry on and transact its business in the said state of West Virginia.

THE POTOMAC IMPROVEMENT COMPANY,

(Seal.)

By W. A. WATERS, President.

Attest: L. A. BANKS, Secretary.

§ 6640 et seq.

FORM 880.

Preliminary Report—West Virginia.

The Potomac Improvement Company, a corporation organized under the laws of the state of Maryland, having made application for a certificate authorizing and permitting it to transact and carry on its business in the state of West Virginia, hereby makes and submits to the secretary of state of the state of West Virginia, pursuant to the requirements of section 131 of chapter 32 of the code, as amended by the acts of 1907, does hereby make and submit the following preliminary report, to wit:

1. The postoffice address of its principal office is No. 500 River street, city of Annapolis, county of Anne Arundel, in said state of Maryland.

2. The name and postoffice address of its president is William A. Waters, No. 500 George street, city of Annapolis, Md.

3. The name and postoffice address of its secretary is L. A. Banks, No. 202 Queen street, city of Annapolis, Md.

4. The number of shares of its authorized capital stock is \$1,000; the par value of each share is \$100; the number of shares of such capital stock issued is 1,000, amounting to \$100,000.

5. The value of its property owned in the state of West Virginia is \$25,000, situated and composed of as follows: (Here locate and describe fully and in detail.)

6. The value of its property it expects to have in the state of West Virginia during the license tax year ending June 30, 1910, and where it will be situated and of what it will consist are as follows: (Here state fully.)

7. The number of acres of land it holds in the state of West Virginia is 500 acres.

8. The value of its property owned and issued outside of the state of West Virginia is \$80,000.

9. The proportion of its capital stock which is represented by property and owned in the state of West Virginia is 25 per cent.

10. The assessed value of its property located in the state of West Virginia is \$12,000 located and assessed as follows: (Here state fully and in detail.)

I, W. A. Waters, president of the said Potomac Improvement Company do solemnly swear that the foregoing preliminary report is true to the best of my knowledge and belief.

(Signed and sworn to.)

§ 6652.

FORM 881.

Designation of Attorney—West Virginia.

Know all men by these presents, that the Potomac Improvement Company, a foreign corporation, incorporated and organized under the laws of the state of Maryland, in conformity with the laws of the state of West Virginia, has made, constituted and appointed and by these presents doth make, constitute and appoint the auditor of state of the state of West Virginia and his successors in office, for it and on its behalf, agent and attorney in fact, to accept service of process and legal notice in said state for this corporation; and this corporation by these presents doth declare its consent that service of any process or notice in said state on said agent and attorney in fact, or his acceptance thereof endorsed thereon, shall be equivalent to all purposes, and shall be and constitute due and legal service upon this corporation. The principal office and place of business and postoffice address of this corporation is No. 333 Potomac street, city of Annapolis, county of Anne Arundel, state of Maryland.

In witness whereof, etc.

(Signed by president, attested by secretary and acknowledged.)

§§ 6653, 6740, 6760, 6761.

FORM 882.

Application for Doing Business—Wisconsin.

To the Secretary of State of the State of Wisconsin:

The Chicago Paper Box Company, a corporation organized and existing under the laws of the state of Illinois, hereby makes application to the secretary of state of the state of Wisconsin for permission and license to transact and carry on its business in the said state of Wisconsin; and for such purpose it presents herewith and offers to file and does file in the office of the secretary of state a copy of its articles of incorporation and all amendments thereto, duly certified by the secretary of state of the said state of Illinois, the legal custodian of the original articles of incorporation.

It also presents herewith and files with the said secretary of state a sworn statement made by its president showing its name, purposes and character and its general financial condition.

It therefore asks that it may be licensed and authorized to transact and carry on its business in the said state of Wisconsin.

In witness whereof, the said corporation, by its president, has hereunto set its name, attested by its secretary with its corporate seal attached this 1st day of March, A. D. 1910.

THE CHICAGO PAPER BOX COMPANY,

(Seal.)

By JAMES N. CLENNEY, President.

Attest: WILLIAM A. BUCHANAN, Secretary.

§ 6640 et seq.

FORM 883.

Statement Filed With Articles of Incorporation—Wisconsin.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

James N. Clenney, being first duly sworn on oath, says he is the president of the Chicago Paper Box Company, a corporation organized under the laws of the state of Illinois.

1. That the name of this corporation is the Chicago Paper Box Company, and the location of its principal office and place of business outside of the state of Wisconsin is 500 State street, city of Chicago, county of Cook, state of Illinois; that its principal office and place of business within the state of Wisconsin is No. 500 Main street, city of La Crosse, county of La Crosse, in said state.

2. That the names and addresses of the officers of said corporation are as follows:

President, James N. Clenney, No. 6000 Monroe street, Chicago, Cook county, Ill.

Secretary, William Buchanan, No. 5000 Washington street, Chicago, Cook county, Ill.

Treasurer, Harry Robertson, No. 1001 State street, Chicago, Cook county, Ill.

3. That the name and address of the agent or manager of this corporation who shall represent it in the state of Wisconsin is Thomas M. Morris, No. 200 Broad street, city of La Crosse, county of La Crosse, said state.

4. That the amount of capital stock paid in money, property and service is \$100,000.

5. That the nature of the business to be transacted in the state of Wisconsin is as follows: The owning and operating a plant for the manufacture of paper boxes of all kinds, sizes and descriptions and the transaction of all business that may be directly or indirectly necessary in the operation of said plant and in the manufacture of such boxes.

6. That the proportion of the capital stock represented in the state of Wisconsin, by its property located or to be acquired therein and by its business to be transacted therein is \$50,000.

7. That this corporation acting by this affiant, its president, duly authorized thereunto, does by these presents constitute and appoint the secretary of state of the state of Wisconsin, and his successors in office, its true and lawful agent and attorney upon whom all summons, notices and processes in any action or proceeding against this corporation shall be served, and in consideration of the premises this corporation hereby consents and agrees that such service on said agent and attorney shall be of the same legal force and effect and validity as if served on this corporation; and in consideration of the premises this corporation further agrees and consents that this appointment shall continue in force and effect so long as any liability remains outstanding against this corporation in said state of Wisconsin.

8. This corporation has been authorized to transact business in the state of Illinois wherein it was incorporated on the 1st day of June, A. D. 1906, and is at the date hereof above authorized to transact business.

9. This corporation has not entered into combination, conspiracy, trust, pool, monopoly, agreement or contract intended to restrain or prevent competition in the supply or price of any article or commodity in general use in the said state of Wisconsin, or which constitutes a subject of trade or commerce therein, or which shall in any manner control the price of any such article or commodity, fix the price thereof, limit or fix the amount or quantity thereof to be manufactured, mined,

produced or sold in said state, or fix any standard or figure by which its price to the public shall be in any manner controlled or established.

10. This corporation hereby consents and agrees that it will comply with all the laws of the state of Wisconsin relating to foreign corporations.
(Dated, signed, and sworn to.)

§ 6652.

FORM 884.

Certificate of Newly-elected Officers—Wisconsin.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

I, William A. Buchanan, secretary of the Chicago Paper Box Company, do hereby certify that at a meeting of the board of directors of said company duly held on the third day of January, A. D. 1910, at the office of said corporation in the city of Chicago, a quorum being present the following officers were duly elected for the ensuing year, to wit:

President, James N. Clenney; Vice-president, Allan Starwalt; Secretary, William A. Buchanan; Treasurer, Harry A. Robertson.

In witness whereof, said corporation has caused this certificate to be signed by its secretary this 4th day of January, A. D. 1910.

WILLIAM A. BUCHANAN, Secretary.

FORM 885.

Certificate of Increase of Capital Stock—Wisconsin.

STATE OF ILLINOIS, COUNTY OF COOK, ss:

William A. Buchanan, secretary of the Chicago Paper Box Company, a corporation organized and existing under the laws of the state of Illinois, hereby certifies: that at a meeting of the stockholders of said corporation on the 3d day of January, A. D. 1910, the said corporation by its stockholders at their regular annual meeting, a quorum being present, duly adopted and passed an amendment to its articles of incorporation whereby and by which its capital stock was increased from \$100,000 to \$150,000, that of said increase the entire proportion and sum is to be employed in the state of Wisconsin. That this certificate and affidavit is made for and on behalf and by authority of said corporation.
(Dated, signed and sworn to.)

FORM 886.

Annual Report—Wisconsin.

To the Secretary of State of the State of Wisconsin:

The Chicago Paper Box Company a corporation organized and existing under the laws of the state of Illinois, and doing business in the state of Wisconsin, hereby submits its annual report as follows:

1. The name of this corporation is the Chicago Paper Box Company.

2. The location of its principal office outside of the state of Wisconsin is 500 State street, city of Chicago, county of Cook, state of Illinois.

3. The location of its principal office within the state of Wisconsin is 500 Maine street, city of La Crosse, county of La Crosse, Wisconsin.

4. The names and addresses of the officers of this corporation are as follows:

Names.	Addresses.
_____	_____
_____	_____
_____	_____

5. The name and address of the agent or manager who represents the corporation within the state is Thomas M. Morris, No. 200 Broad street, city of La Crosse, county of La Crosse.

6. That the nature of the business of this corporation in the state of Wisconsin to be transacted is as follows: to own and operate a plant for the manufacture of paper boxes of all kinds, sizes and descriptions, and the transaction of all business that may be directly or indirectly necessary in the operation of such plant and in the manufacture of such boxes.

7. The total amount of the capital stock paid in money and services (since the increase) is \$150,000.

8. The proportion of capital stock represented in the state of Wisconsin located and business transacted therein during the past year is \$50,000.

9. That this corporation has not entered into any combination, conspiracy, trust, pool, monopoly, agreement, or contract intended to restrain or prevent competition in the supply or prices of any article or commodity in general use in the said state of Wisconsin, or which constitutes a subject of trade or commerce therein, or which shall in any manner control the price of any such article or commodity, fix the price thereof, limit or fix the amount or quantity thereof to be manufactured, mined, produced or sold in said state, or fix any standard or figure by which its price to the public shall be in any manner controlled or established.

10. In witness whereof, the said corporation has caused its name to be hereto attached by its president, attested by its secretary and its corporate seal to be affixed hereto this 10th day of January, A. D. 1910.

(Signed and sworn to.)

§ 6652.

FORM 887.

Application for Doing Business—Wyoming.

To the Secretary of the State of Wyoming:

The Panama Hat Company, a corporation organized under the laws of the state of Texas and engaged in manufacturing in said state, would show that it did on the first day of March, A. D. 1910, establish an office and a place of business and began transacting its business within the said state of Wyoming; and that it does now, on this 10th day of March, A. D. 1910, present herewith and file in the office of the secretary of state a certified copy of its articles of incorporation together with a certified copy of the general incorporation laws, duly certified, and authenticated as required by the laws of the state of Texas.

It also represents and shows that it has this day filed a like certified copy of its articles of incorporation and of the general corporation laws of the state of Texas, under which it was organized, and authenticated as required by the laws of Texas, in the office of the register of deeds in the county of Sheridan, in said state of Wyoming, in which county this corporation so began to carry on and transact its business on the said 1st day of March. (It seems that an amendment to the revised statute enacted in 1909 requires the above-named copies to be filed in the office of the register of deeds instead of the office of the clerk of the county.)

This corporation also presents and files herewith a statement signed by its president and attested by the secretary designating the location of its principal office in the said state of Wyoming and also the name of its agent in charge thereof and upon whom process may be served.

It also shows that it has filed with its said agent at its said designated office a like certified copy of its certificate and articles of incorporation.

In witness whereof, the said Panama Hat Company has caused its name to be signed hereto by its president, attested by its secretary with its corporate seal affixed this 10th day of March, A. D. 1910.

THE PANAMA HAT COMPANY,

By WILLIAM B. ABNEY, President.

(Seal.)

Attest: JOHN MACKAY, Secretary.

§ 6640 et seq.

FORM 888.

Designation of Office and Agent—Wyoming.

The Panama Hat Company, a corporation organized and existing under the laws of the state of Texas, and doing business in the state of Wyoming, has selected and designated, and does hereby select and designate as the location of its principal office and place of business in the state of Wyoming, No. 500 Cactus street, in the city of Sheridan, county of Sheridan, in the said state of Wyoming.

The said corporation has also selected, appointed and designated, and does hereby select, appoint and designate John S. Le Page as its resident agent and attorney in charge of said office, and the person in the management and control of its said business at such office in the city of Sheridan, as its agent and attorney in fact, and the person upon whom process against this corporation may be served.

This corporation hereby agrees, consents and stipulates that said office above named shall be deemed the office and postoffice address of this corporation, its officers, directors and stockholders, and that whenever, by the provisions of any law of the state of Wyoming, any notice is required to be given this corporation, its officers, stockholders, or directors, such notice shall be sent by mail or otherwise as the law may require to said above named registered office, and this corporation further hereby consents and agrees that such notice so given shall be and is deemed sufficient notice; and this corporation hereby further agrees and consents that the service of any process made at said registered place of business and upon said designated agent shall be and is deemed sufficient service upon this corporation.

In consideration of the premises this corporation further agrees and consents that this designation of its said office and the appointment of its said agent and attorney, shall continue so long as there is any liability existing against this corporation, growing out of or in relation to its said business in the said state of Wyoming.

In witness whereof, the said corporation has caused this certificate to be signed by its president and attested by its secretary with its corporate seal affixed this 10th day of March, A. D. 1910.

THE PANAMA HAT COMPANY,
By WILLIAM B. ABNEY, President.

(Seal.)

Attest: JOHN MACKAY, Secretary.

§§ 6653, 6740, 6755.

INDEX TO FORMS.

[References are to Numbers of Forms.]

ABATTOIRS,

object clause in articles of corporation operating, 107, 307.

ABSTRACTS OF TITLE,

object clause in articles of corporation formed to make and keep books, 108.

ACCEPTANCE,

See CONSENT.

appointment as agent of foreign corporation in Maryland, 776.

Massachusetts, 784.

Maryland, 776.

Montana, 804.

New York, 820.

Porto Rico, 851.

Rhode Island, 856.

Virginia, 875.

election by director, 623.

notice of acceptance by agent of foreign corporation in Massachusetts, 785.

resignation effective on, 689.

ACETYLENE GAS,

object clause in articles of corporation formed to manufacture and supply, 109.

ACKNOWLEDGMENT,

See AFFIDAVITS, OATHS AND TITLE OF PARTICULAR STATE FOR OFFICIAL
ACKNOWLEDGMENTS.

application of foreign corporation to do business in Alaska, 741.

Kansas, 763, 764.

Ohio, 829.

Texas, 864.

articles of incorporation, 25.

Colorado, 32.

District of Columbia, 37.

Indiana, 47.

Hawaii, 41.

Mississippi, 62.

[References are to Numbers of Forms.]

ACKNOWLEDGMENT—Continued.

- Philippine Islands, 85.
- Utah, 95.
- West Virginia, 100.
- certificate of consent to mortgage, 717.
 - of election under Arkansas laws, 29.
 - of incorporation under New York laws, 75.
 - of increase of directors by unanimous consent, 619.
 - of increase of stock, 613.
 - of merger, 734.
 - of resolution of directors for dissolution, 736.
- corporate mortgage, 711, 712.
- forms in various states, see particular state.
- general forms, 476-490.
- of stockholders to resolution dissolving corporation, 735.
 - authorizing officers of foreign corporation to execute consent to do business in Kansas, 765, 766.
- petition for change of corporate name, 726.
- verifying proceedings for consolidation, 733.

ADVERTISEMENT,

- application for charter under Pennsylvania law, 82.

ADVERTISING,

- object clause in articles of corporation engaged in business of, 110, 227, 364.

ADVISORY COMMITTEE,

- provision for in by-laws, 592.

AEROPLANE COMPANY,

- subscription to stock of, 14.

AFFIDAVITS,

- See ACKNOWLEDGMENTS; OATHS; MONOPOLIES.
- anti-trust, 491, 694, 695, 696.
 - by foreign corporation in Missouri, 800.
 - by foreign corporation in Texas, 865.
- execution by officers, 693.
- general form, 489, 490.
- loss of certificate, 674.
- officers of corporation, 693.
 - of foreign corporation for privilege of doing business in Missouri, 796.
- local agent of foreign corporation in Minnesota, 792.
 - Missouri, 798.
- president and secretary of foreign corporation to do business in Montana, 802.
- president of foreign corporation as to payment of stock, 795.

[References are to Numbers of Forms.]

AGENCY,

See AGENTS; MERCANTILE AGENCY.

AGENTS,

affidavit of local agent of foreign corporation in Illinois, 758.
 Minnesota, 792.

Missouri, 798.

clause in articles authorizing corporation to act as agent, 324, 375,
 376.

consent of agent to represent foreign corporation in Alaska, 742.

Maryland, 776.

Massachusetts, 784.

Montana, 804.

New York, 820.

Porto Rico, 851.

Rhode Island, 856.

designation of agent of foreign corporation in Alabama, 740.

Arizona, 743.

Arkansas, 745.

California, 747.

Connecticut, 750.

Kansas, 767.

Kentucky, 769.

Maine, 773, 774.

Massachusetts, 778.

Michigan, 787.

Minnesota, 790.

Missouri, 797.

Montana, 803.

Nebraska, 807.

Nevada, 811.

New Mexico, 817.

New York, 819.

North Dakota, 827.

Oklahoma, 835.

Oregon, 837.

Porto Rico, 850.

Rhode Island, 855.

South Dakota, 861.

Utah, 868.

Vermont, 870.

Virginia, 874.

Washington, 878.

Wyoming, 888.

for receiving subscriptions under laws of Alabama, 25.

notice of acceptance of appointment for foreign corporation in Massachusetts, 785.

object clauses in articles of corporation to engage in business of, 111.

resolution appointing agent of foreign corporation in Massachusetts, 779.

[References are to Numbers of Forms.]

AGREEMENT,

See CONTRACTS.

underwriting, 718.

voting trust, 583-585.

AGRICULTURAL IMPLEMENTS,

object clause in articles of corporation to engage in manufacture and sale of, 112.

AIR BRAKES,

object clause in articles of corporation formed to engage in manufacture and sale of, 113.

AIR MACHINERY,

object clause in articles of corporation formed to engage in manufacture and sale of, 113.

AIR POWER MOTORS,

object clause in articles of corporation formed to engage in manufacture, sale and lease of machinery, 114, 115.

ALABAMA,

application of foreign corporation to do business, 739.

designation by foreign corporation of place of business and agent, 740.

form of articles of incorporation, 25.

official acknowledgments, 492.

ALASKA,

application by foreign corporation to do business, 741.

articles of incorporation, 26.

consent of designated agent to represent foreign corporation, 742.

designation of place of business and agent by foreign corporation, 741.

official acknowledgments, 493.

ALCOHOLIC INSTITUTES,

object clause in articles of corporation to engage in business of, 116.

ALKALIES,

object clause in articles of corporation dealing in, 228.

ALUMINUM,

object clause in articles of corporation making and selling, 153.

AMALGAMATION,

clause in articles of mining corporation authorizing work, 319.

[References are to Numbers of Forms.]

AMENDMENTS,

- by-laws, 589, 590, 591.
- changing date of meetings, 608.
- changing name, 593.
- changing number and denomination of shares, 601.
- changing place of business, 605.
- classification of directors, 604.
- classification of stock, 602.
- increasing capital stock, 594, 595.
 - and issuance of convertible bonds, 597.
- increasing directors, 603.
- provision for amendment of articles, 24.
- provision for in articles of association, see particular state.
- provision of steel corporation by-laws relating to, 592.
- reducing and cancelling stock, 598, 599.
- reducing stock and distributing assets, 500.
- resolutions amending by-laws, 608.

AMMONIA,

- object clause in articles of corporation making and selling, 117.

AMMUNITION,

- object clause in articles of corporation making and selling, 118.

AMUSEMENT COMPANIES,

- object clause in articles of corporation in business, 119.

AMUSEMENT PARKS,

- object clause in articles of corporation formed to maintain, 120.

ANIMAL FANCIERS,

- object clause of corporation formed to engage in business of, 121.

ANNUAL MEETINGS,

See MEETINGS.

ANNUAL REPORT,

- of foreign corporation doing business in Indiana, 761.
 - Kansas, 768.
 - Massachusetts, 782.
 - Michigan, 788, 789.
 - Missouri, 799.
 - Nebraska, 808.
 - New Jersey, 814.
 - New York, 823.
 - North Carolina, 825.
 - North Dakota, 828.
 - Ohio, 832.
 - Oregon, 838.
 - Porto Rico, 853.
 - South Carolina, 859.

[References are to Numbers of Forms.]

ANNUAL REPORT—*Continued.*

Tennessee, 863.

Virginia, 876.

Wisconsin, 886.

ANTI-TRUST,

See MONOPOLIES.

ANTI-TRUST AFFIDAVIT,

under laws of Illinois, 695, 696.

Missouri, 491, 694.

Texas, 865.

APARTMENT HOUSES,

object clause in articles of corporation formed to acquire, build and lease, 122.

APPLIANCES,

See RAILROAD APPLIANCES.

APPLICATION,

for charter to governor of Pennsylvania, 84.

for charter under Kansas laws, 49.

under Georgia laws, 40.

foreign corporation to do business in Alabama, 739.

Arkansas, 745.

California, 746.

Colorado, 748.

Connecticut, 749.

Delaware, 751.

Florida, 753.

Georgia, 754.

Hawaii, 755.

Idaho, 756.

Illinois, 757.

Indiana, 759, 760.

Iowa, 762.

Kansas, 763, 764.

Louisiana, 770.

Maine, 772.

Maryland, 775.

Massachusetts, 777.

Michigan, 786.

Minnesota, 790.

Mississippi, 793.

Missouri, 794.

Montana, 801.

Nebraska, 805.

Nevada, 810.

New Jersey, 813.

New Mexico, 816.

[References are to Numbers of Forms.]

APPLICATION—*Continued.*

New York, 818.
 North Carolina, 825.
 North Dakota, 826.
 Ohio, 829.
 Oklahoma, 834.
 Oregon, 836.
 Pennsylvania, 839.
 Philippine Islands, 846.
 Porto Rico, 848.
 Rhode Island, 854.
 South Carolina, 857.
 South Dakota, 860.
 Tennessee, 862.
 Texas, 864.
 Utah, 866.
 Vermont, 869.
 Virginia, 873.
 Washington, 877.
 West Virginia, 879.
 Wisconsin, 882.
 Wyoming, 887.

notice of application for charter under Pennsylvania laws, 82.
 notice of application to change corporate name, 727.

APPOINTMENT,

See AGENTS.

of auditor of foreign corporation in Massachusetts, 781.

ARCHITECTS,

object clause in articles of corporation to engage in business of, 123.
 corporation to make blue prints, 140.

ARCHITECTURAL IRON WORK,

object clause in articles of corporation making and selling, 394.

ARIZONA,

articles of incorporation under laws of, 27.
 appointment of agent for foreign corporation, 743.
 official acknowledgments, 494.

ARKANSAS,

application of foreign corporation to do business and designation of
 office and agent, 745.
 articles of incorporation, 28.
 certificate of election to be filed with articles, 29.
 official acknowledgments, 485.

[References are to Numbers of Forms.]

ART DEALERS,

object clause in articles of corporation formed to engage in purchase and sale of art objects, 124.

ARTICLES OF INCORPORATION,

amendment authorizing issuance of convertible bonds, 597.
 changing corporate name, 593.
 changing number and denomination of shares, 601.
 changing place of business, 605.
 classifying directors, 604.
 classifying stock, 602.
 increasing capital stock, 594, 595.
 increasing directors, 603.
 increasing stock and providing for stock dividends, 596.
 reducing and cancelling stock, 598, 599.
 reducing stock and distributing assets, 600.
 application for charter under Georgia laws, 40.
 certified to by foreign corporation, 871.
 change of principal office, 607.
 extension of corporate existence, 606.
 Fisher Automobile Company, 47.
 forms under laws of various states and countries,

Alabama, 25.
 Alaska, 26.
 Arizona, 27.
 Arkansas, 28.
 British Provinces, 105.
 California, 30.
 Colorado, 32.
 Connecticut, 33.
 Delaware, 35.
 District of Columbia, 37.
 Florida, 38.
 Hawaii, 41.
 Idaho, 42.
 Illinois, 43.
 Indiana, 46.
 Iowa, 48.
 Kansas, 49.
 Kentucky, 50.
 Louisiana, 51.
 Maryland, 55.
 Massachusetts, 56, 57.
 Mexico, 106.
 Michigan, 58, 59, 60.
 Minnesota, 61.
 Mississippi, 62.
 Missouri, 63.
 Montana, 64.
 Nebraska, 65.

[*References are to Numbers of Forms.*]

ARTICLES OF INCORPORATION—*Continued.*

- Nevada, 66.
- New Hampshire, 68.
- New Jersey, 69, 70.
- New York, 74, 75.
- North Carolina, 76.
- North Dakota, 77.
- Ohio, 78, 79.
- Oklahoma, 80.
- Oregon, 81.
- Pennsylvania, 82.
- Philippine Islands, 85.
- Porto Rico, 86.
- Rhode Island, 87.
- South Carolina, 88, 89.
- South Dakota, 90.
- Tennessee, 92, 93.
- Texas, 94.
- Utah, 95.
- Vermont, 96, 96a.
- Virginia, 97.
- Washington, 99.
- West Virginia, 100.
- Wisconsin, 101, 102.
- Wyoming, 103.
- general form, 24.
- general forms of acknowledgment, 476-490.
- Interstate Biscuit Company, 36.
- Knox Drug Company, 54.
- name of corporation, 52, 53, 54.
- non-stock corporation under Illinois laws, 44.
- statement filed with articles of foreign corporation in Wisconsin, 883.
- United States Steel Corporation, 73.
- voluntary association without capital stock, 31.
- voluntary associations under Wisconsin laws, 102.
- Yukon Mining and Milling Company, 91.

ASBESTOS,

- object clause in articles of corporation formed to manufacture and sell, 125, 236.

ASPHALT,

- object clause in articles of corporation dealing in, 126.

ASSESSMENTS,

- forfeiture of stock for failure to pay, 639.
- notice of, 657, 658.
- notice of calls, 652, 653.
- provision in general articles as to non-assessability, 24.

[References are to Numbers of Forms.]

ASSESSMENTS—*Continued.*

- resolutions making calls, 637.
- waiver of notice of calls, 654.

ASSETS,

- resolution authorizing sale of, 610.
- resolution authorizing sale of entire, 651.

ASSIGNMENT,

- installment certificates, 678.
- separate assignment of stock certificates, 679.
- stock certificates, 676, 677.
- subscriptions, 680.

ASSISTANT SECRETARIES,

- provision for in by-laws, 592.

ASSISTANT TREASURER,

- provision for in by-laws, 592.

ATTORNEY,

- designation of attorney of foreign corporation in West Virginia, 881.
- provision in by-laws of steel corporation relating to attorneys, 592.

ATTORNEY-GENERAL,

- undertaking of foreign corporation filed with, in Nebraska, 809.

AUDITOR,

- appointment of auditor of foreign corporation in Massachusetts, 781.
- certificate of auditor of foreign corporation in Massachusetts, 783.
- oath of, in Massachusetts, 780.
- object clause in articles of auditing corporation, 127.

AUTOMOBILE COMPANIES,

- promoter's agreement for organization of, 1.
- subscription agreement containing promise to promoter, 13.

AUTOMOBILES,

See **ELECTRICITY.**

- object clause in articles of corporation making and selling, 128, 135.
- corporation making and selling tires, 130.
- storage and supply, 129.

B

BAGGAGE TRANSFER,

- object clause in articles of corporation operating, 342.

BAKING COMPANIES,

- object clause in articles of baking company, 131.

[References are to Numbers of Forms.]

BAKING POWDERS,

object clause in articles of corporation formed to make and sell, 131,
132.

BALLOTS,

cumulative voting, 578.
form of, 576.

BANANA PLANTATION,

object clause in articles of corporation formed to own and operate,
133.

BANK CHECK,

payment of dividend with, 662.

BANK NOTES,

object clause in articles of corporation to engage in business of
making, 134.

BANKS,

selection of for deposit, 635.

BICYCLES,

object clause in articles of corporation to make and sell, 130, 135.

BILLS AND NOTES,

See BONDS.

corporate note executed by president, 684.

object clause in articles of corporation formed to deal in, 234, 234a.

BISCUIT COMPANIES,

articles of incorporation of interstate, 36.

object clause in articles of corporation formed to manufacture and
sell biscuits, 136, 137.

BLOODED STOCK,

object clause in articles of corporation dealing in, 139.

BLAST FURNACES,

object clause in articles of corporation formed to build, own and
operate, 138.

BLOCK SIGNALS,

object clause in articles of corporation organized to manufacture,
install and deal in, 370.

BLUE PRINTS,

object clause in articles of corporations formed to make and sell,
140.

[References are to Numbers of Forms.]

BOARD OF DIRECTORS,

See DIRECTORS.

names in articles of incorporation, 24.

BONE DUST,

object clause in articles of corporation to make and sell, 141.

BOOK SELLERS,

object clause in articles of corporation, 110.

BOOM COMPANIES,

object clause in articles of incorporation, 142.

BOOTS AND SHOES,

object clause in articles of corporation to make and sell, 143.
corporation to deal in machinery, 144.

BONDS,

coupons, 698, 699.
debenture, 703.
form for bond and coupon, 697.
guaranty of, 706.
indemnity for lost certificate, 675.
mortgages to secure, 711, 712.
object clause in articles of corporation dealing in, 152, 234, 279.
of treasurer, 688.
registered, 700, 701, 702.
resolution authorizing bonds secured by mortgage, 609.
resolution authorizing sale of, 640.
trustees' certificates to, 697, 705.
underwriting agreement relating to, 721.

BORROWING MONEY,

resolutions authorizing, 632-634

BOX COMPANIES,

object clause in articles of incorporation, 145.

BRANDIES,

object clause in articles of corporation formed to buy and sell, 146.

BRASS FOUNDRIES,

object clause in articles of corporation engaged in business, 225.

BREEDING COMPANIES,

See CATTLE.

object clause in articles of incorporation, 147.
sheep breeding corporation, 393.

BREWERIES,

object clause in articles of incorporation, 148.

[References are to Numbers of Forms.]

- BRICK COMPANIES,**
object clause in articles of incorporation, 149, 150.
- BRIDGE COMPANIES,**
articles of incorporation of under Texas laws, 94.
object clause in articles of corporation, 151, 363.
- BRIQUETTES,**
object clause in articles of corporation formed to manufacture and sell, 182.
- BRITISH PROVINCES,**
articles of incorporation, 104, 105.
- BROKERS,**
See REAL ESTATE AGENTS.
object clause in articles of corporation to engage in business of, 152.
- BRONZE COMPANIES,**
object clause in articles of incorporation, 153.
- BROOM COMPANIES,**
object clause in articles of corporation to manufacture and sell brooms, 154.
- BRUSH COMPANIES,**
object clause in articles of brush company, 155.
- BUILDERS AND CONTRACTORS,**
object clause in articles of corporation to engage in construction, alteration and decoration, etc., 156, 159, 192.
- BUILDERS' SUPPLIES,**
object clause in articles of corporation dealing in, 157.
- BUILDINGS,**
object clause in articles of corporation formed to construct, 191.
object clause in articles of corporation engaged in concrete construction, 189.
- BUILDING COMPANIES,**
clause in articles of corporation formed to purchase and sell improved real estate, 175.
- BUILDING MATERIALS,**
object clause in articles of corporation formed to manufacture and sell, 160.
- BUSINESS,**
option agreements relating to sale of corporate business, 723.

[References are to Numbers of Forms.]

BUSINESS COLLEGE,

object clause in articles of incorporation, 161.

BUTCHERS,

See ABATTOIRS.

object clause in articles of corporation selling meat products, 162.

BUTTONS,

object clause in articles of corporation to make and sell, 163.

BY-LAWS,

See AMENDMENTS; ARTICLES OF INCORPORATION; RESOLUTIONS.

advisory committee, 592.

amendment and alteration, 589, 590, 591, 608.

amendment changing date of meeting, 608.

annual meetings, 591.

appointment of committees, 591.

appointment of election inspectors, 591.

assistant secretary, 592.

authorizing adoption of rules and regulations, 590, 591.

call for election where directorate vacant, 591.

chairman of board of directors, 592.

comptroller, 592.

creating, 589.

declaration of dividends, 590, 591.

defining duties of officers, 589.

describing seal, 589, 590, 591.

directors' meetings, 591.

fixing number and term of officers, 591.

fixing number and manner of electing directors, 591.

fixing fiscal or business year, 590.

fixing order of business, 590.

fixing powers of treasurer, 591.

fixing powers of officers, 590.

fixing powers of president, 591.

general counsel, 592.

inspectors of election, 590.

issuance and transfer of stock, 589, 591.

issuance, transfer and cancellation of certificates, 590.

long form, 590, 591.

minutes of meeting for adoption, 553.

notice for special meetings, 591.

notice prescribing time, place and object of annual meeting, 591.

provision for filing, 591.

regulating elections, 589.

regulating voting, 590.

relating to officers, 590.

short form, 589.

special meetings of stockholders, 591.

stockholders' meetings, 590.

United States Steel Corporation, 592.

[References are to Numbers of Forms.]

C

CAKES,

See BISCUIT COMPANIES.

CALIFORNIA,

- application of foreign corporation to do business, 746.
- articles of incorporation, 30.
- articles of association without capital stock, 31.
- designation of place of business and agent of foreign corporation.
747.
- official acknowledgments, 483, 496.

CALLS,

- directors for special meeting, 568, 569.
- forfeiture of stock for failure to pay calls, 639.
- for meetings, 624, 628.
- minutes of meeting authorizing, 553.
- notice of, 652, 653.
- president for special meeting, 564-566.
- resolution making calls, 637, 638.
for special meeting, 567.
- stockholders for special meeting, 560, 561.
- waiver of notice of, 654.

CANALS,

- clause in articles of corporation organized to construct, 363.

CANCELLATION,

- amendment of articles authorizing cancellation of stock, 598, 599.
- certificates of stock, 590.
- subscriptions, 23.

CANNERS,

- object clause in articles of canning corporation, 164.

CAPITAL STOCK,

See STOCK.

- amendment of articles increasing, 594, 595.
- provisions in promoter's agreement as to amount of, 1-5.
- provision of steel corporation by-laws relating to, 592.
and providing for stock dividends, 596.

CARBON ENGINES,

- object clause in articles of corporation building, 166.

CAR BUILDERS,

- object clause in articles of corporation engaged in business of, 165.

CARPET CLEANING,

- object clause in articles of corporation engaged in business of, 167,
178.

[*References are to Numbers of Forms.*]

CAR WHEELS,

clause in articles of corporation organized to make and sell, 371.

CASH REGISTERS,

object clause in articles of corporation formed to make and sell, 168.

CATTLE,

clause in articles of corporation dealing in, 269, 307, 339.
and breeding, 169.

CEMENT,

object clause in articles of corporation formed to make and sell, 126,
170, 346.

CEREALS,

object clause in articles of corporation formed to buy and sell, 171.

CERTIFICATES,

See Stock.

acknowledgment of certificate of incorporation, 479.

affidavit of loss of, 674.

articles of incorporation of foreign corporation, 871.

assignment of stock certificate, 676, 677.

installment certificates, 678.

auditor of foreign corporation in Massachusetts, 783.

authorizing reduction of stock, 614.

bond of indemnity for lost, 674.

by-laws relating to form and issuance, 590, 591.

by-laws providing for signatures to, 590.

by-law provision for issuance of duplicates, 590.

change of principal office, 621.

common stock certificates, 664, 665.

partly paid stock, 667.

common stock installment certificates, 668.

consent to mortgage, 717.

demand for transfer of, 681.

election inspectors, 588.

election under Arkansas laws, 29.

extension of corporate existence, 620.

foreign corporation retiring from business in Ohio, 833.

founder's shares, 670.

incorporation of scale company under New York law, 75.

incorporation of transportation company under New Jersey laws, 71.

incorporation under New Jersey law, 70.

increase of directors at regular meeting, 617.

at special meeting, 618.

by unanimous consent, 619.

increase of stock, 612, 613.

of foreign corporation in Wisconsin, 885.

issuance of stock, 589.

[References are to Numbers of Forms.]

CERTIFICATES—*Continued.*

- judge as to incorporation under Virginia laws, 98.
- merger of corporations, 734.
- newly elected officers of foreign corporation, 884.
- organization under Connecticut laws, 34.
- preferred stock, 671, 672.
- resolution classifying stock, 616.
- resolution of directors for dissolution, 736.
- separate assignment of stock certificates, 679.
- Standard Oil form of stock certificate, 666.
- stock certificates with stub, 669.
- stock deposited under voting trust agreement, 586.
- transfer of, 590.
- trustee's certificates to bonds, 697, 705.
- voting trust, 583, 586.

CHAIRMAN OF BOARD,

- provision for in by-laws, 592.

CHARACTER OF BUSINESS,

- See ARTICLES OF INCORPORATION; SPECIAL OBJECT CLAUSES.
- declaration of, under foreign corporation law of New York, 819.

CHARTER,

See ARTICLES OF INCORPORATION.

- application under Georgia laws, 40.
- under Kansas laws, 49.
- under Pennsylvania laws, 82-84.
- under Tennessee laws, 93.

CHARTER BOARD,

- application to, for charter under Kansas laws, 49.

CHEMICALS,

- object clause in articles of corporation buying and selling, 172, 228.
- object clause in articles of corporation manufacturing fire extinguishers, 235.
- purchase of, necessary in manufacture of ammunition, 118.

CHEMISTS,

- object clause in articles of corporation doing business, 172, 347.

CHURCHES,

- articles of incorporation of under Michigan laws, 60.

CIGARS,

- object clause in articles of corporation formed to make and sell, 174.

CIVIL ENGINEERING,

- object clause in articles of corporation formed to engage in business of, 176.

[References are to Numbers of Forms.]

CLAIMS,

resolution authorizing settlement of, 643.

CLASSIFICATION,

directors, 604.

stock, 602.

certificate, 616.

CLAY,

object clause of corporation to mine and manufacture clay, 177.

CLOTH,

object clause in articles of corporation formed to manufacture and sell, 179.

CLOTHING,

object clause in articles of corporation formed to manufacture and sell, 180.

COAL,

object clause in articles of corporation formed to deal in, 181, 182, 282.

COBALT,

clause in articles of corporation organized to manufacture, 331.

COCAINE HABIT,

clause in articles of corporation organized to cure, 385.

COFFEE,

object clause in articles of corporation dealing in, 183.

COKE,

object clause in articles of corporation dealing in, 282.
of blast furnace corporation, 138.

COLD STORAGE,

object clause in articles of corporation organized to operate, 184, 446.

COLLECTION AGENCY,

object clause in articles of corporation formed for business of, 185.

COLLIERY,

object clause in articles of corporation organized to own and work, 186.

COLONIZATION,

object clause in articles of corporation to establish colony, 186.

COLORADO,

application of foreign corporation to do business, 748.

articles of incorporation, 32.

official acknowledgments, 497.

[References are to Numbers of Forms.]

COMMISSIONERS,

conditional subscriptions to, 16.

COMMISSION MERCHANTS,

. object clause in articles of corporation engaged in business of, 188.

COMMITTEES,

See FINANCE COMMITTEES.

by-laws providing for appointment of, 591.

COMMON STOCK,

See STOCK.

certificate of, 664, 665.

declaring dividends on, 650.

provision in general articles as to amount of, 24.

COMPENSATION,

for underwriters, 718-722.

of promoters, see PROMOTER'S AGREEMENTS.

COMPTROLLER,

provision for, in by-laws, 592.

CONCRETE CONSTRUCTION,

object clause in articles of corporation engaged in business of, 189.

CONDITIONAL SUBSCRIPTIONS,

after incorporation, 22.

before incorporation, 10, 11.

CONFECTIONERY,

object clause in articles of corporation making, 190.

CONNECTICUT,

application of foreign corporation to do business, 749.

appointment of agent of foreign corporation, 750.

articles of incorporation, 33.

certificate of organization, 34.

official acknowledgments, 498.

CONSENT,

See ACCEPTANCE; FOREIGN CORPORATIONS.

certificate to increase of directors by unanimous consent, 619.

foreign corporation to be sued in Porto Rico, 852.

foreign corporation to be sued in South Dakota, 861.

of agent of foreign corporation to act in Alaska, 742.

resolution authorizing officers of foreign corporation to execute consent to do business in Kansas, 765, 766.

stockholders' consent to mortgage, 713-717.

to change of principal office, 607.

[References are to Numbers of Forms.]

CONSENT—*Continued.*

- to extension of corporate existence, 606.
- written consent of stockholders to dissolution, 737.

CONSOLIDATION,

- agreement for, 729-731.
- certificate of merger of corporation, 734.
- conveyances to perfect agreement, 732.
- minutes of stockholders' meetings to authorize, 733.
- resolution authorizing, 611.

CONSTITUTIONAL LAW,

- resolution of foreign corporation accepting Utah constitutional provisions, 867.

CONTRACTORS,

- object clause in articles of corporation employed as general contractors, 254.

CONTRACTORS AND BUILDERS,

See BUILDERS AND CONTRACTORS.

CONTRACTS,

See OPTION AGREEMENTS; PROMOTERS' AGREEMENTS; SUBSCRIPTIONS; UNDERWRITERS.

- by-laws limiting powers of president in execution of, 591.
- corporate signatures to, 682, 683, 685.
- proof of execution under Pennsylvania laws, 686.
- underwriting agreement, 718-722.

CONVERTIBLE BONDS,

- resolution authorizing issuance of, 597.

CONVEYANCES,

- to perfect consolidation agreement, 732.

COOKER COMPANY,

- subscription to stock of, after incorporation, 20.
- cancellation of subscription to stock of, 23.

CO-OPERATIVE SOCIETY,

- object clause in articles of incorporation, 193.

COPPER,

- object clause in articles of corporation dealing in, 282.

COPYRIGHTS,

- acquisition of by amusement companies, 119.
- clause in articles of theatrical corporation organized to acquire, 428.

[References are to Numbers of Forms.]

CORDAGE,

object clause in articles of corporation formed to manufacture and sell, 194.

CORN PRODUCTS,

object clause in articles of corporation formed to manufacture and sell, 195.

CORPORATE EXISTENCE,

certificate of extension of, 620.

extension of and consent of stockholders, 606.

provision for in articles, see ARTICLES OF INCORPORATION.

CORPORATE NAME,

change of by petition, 726.

notice of application for change, 727.

order of court changing, 728.

of consolidated corporation, 729-731.

provision for in articles, see articles of incorporation of the particular state.

CORPORATE PLANT,

resolution authorizing removal, 644.

CORPORATIONS NOT FOR PROFIT,

See CHURCHES.

articles under Michigan laws, 59.

CORRESPONDENCE SCHOOL,

object clause in articles of corporation formed to conduct, 196.

COTTON,

object clause in articles of corporation formed to buy and sell, 197.

COTTON COMPRESS,

object clause in articles of corporation formed to manufacture, operate and sell, 198.

COTTON OIL,

object clause in articles of corporation formed to deal in, 199.

COTTON PLANTATIONS,

object clauses in articles of corporation formed to own and operate, 200.

COTTON YARN,

object clause in articles of corporation formed to carry on business in, 201.

COUNSEL,

provision for in by-laws, 592.

[*References are to Numbers of Forms.*]

COUPONS,

- corporate bonds, 698, 699.
- interest, 704.
- to corporate bonds, 697.

CRACKERS,

See BISCUIT COMPANIES.

CRANES,

- object clause in articles of corporation formed to deal in, 226.

CUMULATIVE DIVIDENDS,

- non-cumulative dividends, 469.
- non-cumulative, payable quarterly, 470, 471.
- non-cumulative and par value on distribution, 468.
- on preferred stock and limited to par value on distribution, 465.
- on preferred stock and preference limited on distribution, 466.
- on preferred stock with preference on dissolution, 460.
- on preferred stock without participation in management, 461.
- on preferred stock limited and stock classified on increase with consent, 463.
- on preferred stock with voting privilege, 467.
- with preference, 464.

CUMULATIVE VOTING,

- at meeting, 578.

CUTLERY,

- object clause in articles of corporation dealing in, 202.

D

DAIRY PRODUCTS,

- object clause in articles of corporation dealing in, 203, 252, 316.

DEBENTURE BONDS,

- form of, 703.
- object clause in articles of corporation dealing in, 234a, 279.

DEBTS,

- provision for exemption of private property of stockholders, 24.

DECLARATION,

- of foreign corporation in Ohio, 831.
- of stock dividends, 648.
- resolution declaring dividends, 646, 647.

DECORATORS,

- object clause in articles of corporation engaged in business of, 204.

[References are to Numbers of Forms.]

DELAWARE,

application of foreign corporation to do business, 751.

articles of incorporation, 35.

Interstate Biscuit Company, 36.

official acknowledgment, 500.

form of subscription to stock before incorporation under laws of, 9.

DENTAL SUPPLIES,

object clause in articles of corporation making and dealing in, 205.

DEPARTMENT STORES,

object clause in articles of corporation conducting, 206, 207.

DESIGNATION,

See AGENTS; CORPORATE NAMES; FOREIGN CORPORATIONS.

agent and principal place of business of corporation, 868.

office and agent of foreign corporation in Pennsylvania, 842.

DEVELOPMENT COMPANIES,

object clause in articles of incorporation, 158, 287, 288.

DIALS,

object clause in articles of corporation formed to manufacture, 223.

DIRECTORS,

amendment of articles increasing, 603.

authority to appoint committees, 591.

by-laws fixing number of, 589.

fixing number and terms of office of directors, 591.

governing manner of filling vacancies, 591.

providing for removal of, 590.

providing for election and fixing duties, 590.

providing for resignation, 590.

relating to meetings, 591.

call of meeting by members of board, 628.

of special meeting, 568, 569.

of first meeting of and waiver of notice, 624, 625.

certificate showing increase of, 617, 618.

certificate of unanimous consent to increase, 619.

changing number of, 572, 573.

classification of, 604.

filling vacancies in board, 589.

meeting may be called in case directorate vacant, 591.

minutes of directors' meetings, 631.

notice of election, 571, 622, 623.

notice of meetings, 629, 630.

to change number of, 572, 573.

peremptory resignation of, 691.

provision for first board of, in Alaska articles, 26.

provisions of by-laws of steel corporation relating to, 592.

[References are to Numbers of Forms.]

DIRECTORS—*Continued.*

- resignation of, 689-691.
 - effective on future date, 690.
- resolution accepting provision of Nebraska foreign corporation law, 806.
 - designating agent of foreign corporation in Maine, 774.
 - dissolution, 736.
- resolution of board of foreign corporation seeking to do business in Louisiana, 771.
- statement showing names and residences, 738.

DISSOLUTION,

- by corporators, 735.
- certificate of resolution of directors for dissolution, 736.
- petition for voluntary, 738a.
- schedule filed with petition, 738b.
- statement showing names and residences of directors and officers, 738.
- written consent of stockholders, 737.

DISTILLERS,

- corporations organized to distil liquors, 146.
- object clause of corporation engaged in business of, 208, 403, 420.

DISTRICT OF COLUMBIA,

- articles of incorporation, 37.
- official acknowledgment, 499.
- no burdens on foreign corporations, 752.

DISTRIBUTION OF ASSETS,

- resolution ordering reduction of stock, 600.

DIVIDENDS,

See CUMULATIVE DIVIDENDS.

- by-laws governing declaration of, 590, 591.
- dates for payment, 592.
- notice of, 659-663.
 - and request for mailing orders, 663.
- resolutions declaring, 646, 647.
 - on preferred stock, 649, 650.

DOCK AND TERMINAL COMPANIES,

- object clause in articles of corporation engaged in business, 209.

DOING BUSINESS,

See FOREIGN CORPORATIONS.

DOMESTICATION,

See FOREIGN CORPORATIONS.

- resolution of stockholders for domestication in Pennsylvania, 841.

[References are to Numbers of Forms.]

DRAINAGE COMPANIES,

object clause in articles of corporation engaged in business, 210.

DREDGING COMPANIES,

object clause in articles of corporation engaged in business, 211, 226.

DRUG COMPANIES,

articles of incorporation of under laws of Maine, 54.

object clause in articles of corporation engaged in business of, 173.

corporations formed to combat evils of drug habit, 116.

DRY GOODS,

object clause in articles of corporation formed to deal in, 215.

DURATION,

See CORPORATE EXISTENCE.

DYNAMITE,

object clause in articles of corporation making and selling, 356.

DYNAMOS,

clause in articles of corporation authorizing construction, 325.

E

ECCLESIASTICAL BODIES,

articles under Michigan laws, 60.

EDUCATIONAL INSTITUTIONS,

See CORRESPONDENCE SCHOOL.

EGGS,

object clause in articles of corporation dealing in, 355.

ELECTION INSPECTORS,

See ELECTIONS.

ELECTIONS,

by-laws prescribing vote necessary to carry proposition, 591.

providing for elections, 590.

providing for appointment of inspectors, 590, 591.

regulating, 589, 590.

certificates under Arkansas laws, 29.

certificates of inspectors, 588.

cumulative voting, 578.

notice of election of directors, 571, 622, 623.

oath of inspectors, 587.

ordinary ballot, 576.

provision for, in general form of articles, 24.

provision for inspectors, 590.

proxies, 579-581.

revocation of proxy, 582.

[References are to Numbers of Forms.]

ELECTIONS—Continued.

- secret ballot, 577.
- statement of qualification of voter at stockholders' elections, 24.
- vote of stockholders on change of office, 621.
- voting trust agreements, 583-585.
 - on reorganization, 585.
- voting trust certificates, 583, 586.

ELECTRICAL FIXTURES,

- object clause in articles of corporation dealing in, 266.

ELECTRICITY,

- object clause in articles of corporation formed to carry on electrical business, 216.
 - corporation formed to make and sell vehicles, 217.
 - corporation engaged in business of welding, 219.
 - corporation formed to manufacture and deal in electrical machinery, 218.
 - corporation formed to carry on electrical contracting business, 220.

ELECTROTYPES,

- clause in articles of corporation organized to make, 365.

ELEVATORS,

- object clause in articles of corporation formed to manufacture, erect and operate hoisting machines, 221, 222.
 - corporation organized to operate grain elevators, 450.
- object clause in articles of inspecting corporation, 275.

EMBOSSSED PRINTING,

- clause in articles of corporation organized to do, 365.

ENAMELED GOODS,

- object clause in corporation formed to manufacture, 223.

ENAMELED STAMPED WARE,

- object clause in articles of corporation formed to manufacture, 224.

ENGINEERING,

- object clause in articles of corporation formed to engage in business, 225, 226, 300.

ENGINES,

- object clause in articles of corporation making and selling carbon engines, 166.

ENGRAVING,

- object clause in articles of corporation engaged in business of, 227.

[References are to Numbers of Forms.]

ESCALATORS,

object clause in articles of corporation formed to manufacture, 221.

EXECUTIVE COMMITTEE,

by-laws providing for election of, 590.

EXISTENCE OF CORPORATION,

See CORPORATE EXISTENCE.

provisions for in articles, see particular states,

EXPLOSIVES,

object clause of corporation making and selling, 228.

EXPRESS BUSINESS,

object clause in articles of corporation engaged in, 229.

F

FAIRS,

object clause in articles of corporations formed to give, 230.

FARM PRODUCTS,

object clause in articles of corporations formed to deal in, 231-233.

FERRY COMPANIES,

articles of incorporation under Texas laws, 94.

FINANCE COMMITTEES,

by-laws of steel corporation relating to, 592.

FINANCIAL INVESTMENT COMPANIES,

object clause in articles of corporation engaged in business as, 234,
234a.

FINANCIAL STATEMENT,

corporation seeking to do business in Philippine Islands, 847.

foreign corporation in Porto Rico, 849.

FIREARMS,

corporations formed to manufacture and sell, 118.

FIRE EXTINGUISHERS,

object clause in articles of corporation formed to make and sell, 235.

FIRE PROOFING,

object clause in articles of corporation formed to make and sell, 236.

FISH COMPANY,

promoter's agreement for organization of, 3.

object clause in articles of corporation engaged in business of, 237.

[References are to Numbers of Forms.]

FISCAL YEAR,

by-laws fixing, 590.

FIXTURES,

schedule of, in general articles, 24.

FLORIDA,

application of foreign corporation to do business, 753.

articles of incorporation, 38.

notice of publication of articles of incorporation, 39.

official acknowledgment, 501.

FLOUR,

object clause in articles of corporation formed to deal in, 238.

FLUMES AND SLUICES,

object clause in articles of corporation formed to build and operate,
239.

FOOD PRODUCTS,

object clause in articles of corporation formed to manufacture and
sell, 240.

FOREIGN CORPORATIONS,

acceptance of appointment by agent in Maryland, 776.

Massachusetts, 784.

Ohio, 830.

Porto Rico, 851.

Rhode Island, 856.

Virginia, 875.

acceptance of foreign corporation law by agent of foreign corpora-
tion in New York, 820.

affidavit and statement of local agent, 792.

Illinois, 758.

Missouri, 798.

affidavit of officers for privilege of doing business in Missouri, 796.

Montana, 802.

affidavit of president of foreign corporation as to payment of stock,
795.

annual license tax return in Vermont, 872.

annual report under Indiana laws, 761.

Kansas, 768.

Massachusetts, 782.

Michigan, 788, 789.

Missouri, 799.

Nebraska, 808.

New Jersey laws, 814.

New York, 823.

North Carolina, 825.

North Dakota, 828.

[References are to Numbers of Forms.]

FOREIGN CORPORATIONS—*Continued.*

- Ohio, 832.
- Oregon, 838.
- Porto Rico, 853.
- South Carolina, 859.
- Tennessee, 863.
- Virginia, 876.
- Wisconsin, 886.
- anti-trust affidavits, 696.
 - in Missouri, 800.
 - in Texas, 865.
- application to do business in Alabama, 739.
 - Alaska, 741.
 - Arkansas, 745.
 - California, 746.
 - Colorado, 748.
 - Connecticut, 749.
 - Delaware, 751.
 - Florida, 753.
 - Georgia, 754.
 - Hawaii, 755.
 - Idaho, 756.
 - Illinois, 756.
 - Indiana, 759, 760.
 - Iowa, 762.
 - Kansas, 763, 764.
 - Louisiana, 770.
 - Maine, 772.
 - Maryland, 775.
 - Massachusetts, 777.
 - Michigan, 786.
 - Minnesota, 790.
 - Mississippi, 793.
 - Missouri, 794.
 - Montana, 801.
 - Nebraska, 805.
 - Nevada, 810.
 - New Jersey, 813.
 - New Mexico, 816.
 - New York, 818.
 - North Carolina, 824.
 - North Dakota, 826.
 - Ohio, 829.
 - Oklahoma, 834.
 - Oregon, 836.
 - Pennsylvania, 839.
 - Philippine Islands, 846.
 - Porto Rico, 848.
 - Rhode Island, 854.
 - South Carolina, 855.

[References are to Numbers of Forms.]

FOREIGN CORPORATIONS—*Continued.*

- South Dakota, 860.
- Tennessee, 861.
- Texas, 864.
- Utah, 866.
- Vermont, 869.
- Virginia, 873.
- West Virginia, 879.
- Wisconsin, 882.
- Washington, 877.
- Wisconsin, 882.
- Wyoming, 887.
- appointment of agent in Arizona, 742.
 - Connecticut, 750.
 - Kansas, 767.
 - Maine, 773.
 - Massachusetts, 778.
 - Michigan, 787.
 - North Dakota, 827.
 - Oklahoma, 835.
 - Oregon, 837.
 - Rhode Island, 855.
 - Virginia, 874.
- appointment of auditor in Massachusetts, 781.
- bonus tax report of foreign corporation in Pennsylvania, 844.
- capital stock report under New York laws, 821.
 - Pennsylvania, 843.
- certificate of auditor in Massachusetts, 783.
 - of increase of capital stock of foreign corporation in Wisconsin, 885.
 - of newly elected officers in Wisconsin, 884.
 - of retiring from business in Ohio, 833.
- certified copies of articles of incorporation of foreign corporations in Vermont, 871.
- consent to be sued and designation of agent in Alaska, 741.
 - Montana, 803, 804.
 - Porto Rico, 852.
 - South Dakota, 861.
- declaration and statement of foreign corporation in Ohio, 831.
- designation of place of business and agent, 740.
- designation of agent and registration return in Vermont, 870.
- designation of attorney in West Virginia, 881.
- designation of agent and place of business of foreign corporation, 878, 888.
 - Alaska, 741.
 - California, 747.
 - Missouri, 797.
 - Nebraska, 807.
 - Nevada, 811.
 - New Mexico, 817.

[References are to Numbers of Forms.]

FOREIGN CORPORATIONS—Continued.

- New York, 819.
- Porto Rico, 850.
- South Carolina, 858.
- Utah, 868.
- financial statement of corporation seeking to do business in Philip-
pine Islands, 847.
- in Porto Rico, 849.
- license not required in New Hampshire, 805.
- location of office and appointment of agent in Kentucky, 769.
- Minnesota, 791.
- notice of acceptance by agent in Massachusetts, 785.
- oath of auditor under Massachusetts law, 780.
- preliminary report in West Virginia, 880.
- report of loans of foreign corporation in Pennsylvania, 845.
- resolution authorizing officers to execute consent to do business in
Kansas, 765, 766.
- resolution of directors appointing agent in Massachusetts, 779.
- seeking to do business in Louisiana, 771.
- designating agent in Maine, 774.
- accepting provisions of Nebraska law, 806.
- resolution of foreign corporation accepting Utah constitutional pro-
visions, 867.
- resolution of stockholders for domestication of foreign corporation
in Pennsylvania, 841.
- statement and answers to questions in New York, 822.
- statement filed with articles of incorporation in Wisconsin, 883.
- statement for domestication of foreign corporation in Pennsylvania,
840.
- stipulation against removal of causes, 759.
- undertaking filed with attorney-general in Nebraska, 809.

FORFEITURE,

- resolution declaring forfeiture of stock, 639.

FORMULAS,

- for manufacture of ammunition, 118.

FOUNDER'S SHARES,

- stock certificate, 475, 670.

FOUNDRY AND MACHINE SHOPS,

- object clause in articles of corporation formed to operate, 241.

FRAMING AND MIRRORS,

- object clause in articles of corporation engaged in business of, 242.

FREIGHT AGENTS,

- object clause in articles of corporation in business of, 243.

*[References are to Numbers of Forms.]***FRUIT,**

object clause in articles of corporation dealing in, 244.

FRUIT PLANTATION,

object clause in articles of corporation formed to operate, 245.

FURNACES AND STOVES,

object clause in articles of corporation making and selling, 246.

FURNISHINGS,

object clause in articles of corporation dealing in, 378.

FURNITURE,

object clause in articles of corporation engaged in business of, 247.

schedule of, in general articles of incorporation, 24.

G**GALVANIZED WORK,**

object clause in articles of corporation formed to manufacture, 224.

GARAGE,

object clause in articles of corporation operating, 248, 269.

GARBAGE MACHINERY,

object clause in articles of corporation making and selling, 249.

GAS,

See ACETYLENE GAS.

object clause in articles of corporation formed to drill for, 213.

object clause in articles of coking corporation, 138.

GAS FITTERS,

object clause in articles of corporation engaged in business, 250.

GAS FIXTURES AND LAMPS,

object clause in articles of corporation buying and selling, 251.

GAS-MAKING MACHINERY,

object clause in articles of corporation making and selling, 252.

GAS RETORTS,

object clause in articles of corporation making and selling, 253.

GENERAL CONTRACTOR,

object clause in articles of corporation in business, 254.

GENERAL STORE,

object clause in articles of corporation formed to operate, 255.

[References are to Numbers of Forms.]

GEORGIA,

- application for charter, 40.
- application of foreign corporation to do business, 754.
- official acknowledgment, 502.

GINNERIES,

- object clause in articles of corporation formed to operate, 256.

GLASS,

- object clause in articles of corporation making and selling, 257.
- prismatic glass, 359.

GLASS SAND,

- object clause in articles of corporation mining and selling, 258.

GLOBE TELEGRAPH COMPANY,

- underwriting agreement relating to, 718.

GLUE,

- object clause in articles of corporation making and selling, 259.

GOLD AND SILVERWARE,

- object clause in articles of corporation buying and selling 260.

GOOD WILL,

- acquisition by corporation, 119.

GOVERNOR,

- application for charter to governor under Pennsylvania laws, 84.

GRAIN ELEVATORS,

- object clause in articles of corporation operating, 261.

GRAPHITE,

- object clause in articles of corporation dealing in, 262.

GRAPHOPHONES,

- clause in articles of corporation organized to deal in, 348.

GROSS EARNINGS,

- lease of railroad for percentage of, 707.

GUARANTY,

- of corporate bonds, 706.

H

HAIR-DRESSING SUPPLIES,

- object clause in articles of corporation dealing in, 263.

HARDWARE,

- object clause in articles of corporation dealing in, 264, 265.

*[References are to Numbers of Forms.]***HAWAII,**

- application of foreign corporation to do business, 755.
- articles of incorporation, 41.
- official acknowledgment, 502.

HEATING APPARATUS,

- object clause in articles of corporation making and dealing in, 266, 406.

HIDES,

- object clauses in articles of corporation formed to cure and deal in, 107, 424.

HIGHWAYS,

- object clause in articles of paving corporation, 126.

HOLDING STOCK COMPANY,

- object clause in articles of corporation organized for, 267.

HORSES,

- object clause in articles of corporation engaged in breeding business, 147.

HOSIERY,

- object clause in articles of corporation dealing in, 268.

HOTELS,

- object clause in articles of corporation operating, 269.

HOUSE FURNISHINGS,

- object clause in articles of corporation dealing in, 270.

I**ICE COMPANIES,**

- certificate of incorporation of, 70.
- object clause in articles of corporation dealing in, 271.
- subscription to stock of, after incorporation, 21.

ICE MACHINES,

- object clause in articles of corporation making and selling, 272.

IDAHO,

- application of foreign corporation to do business, 756.
- articles of incorporation, 42.
- official acknowledgment, 505.

ILLINOIS,

- affidavit of local agent of foreign corporation, 758.
- anti-trust affidavits, 695, 696.

[References are to Numbers of Forms.]

ILLINOIS—*Continued.*

- application of foreign corporation to do business, 757.
- articles of incorporation of stock corporation, 43.
- articles of incorporation of non-stock corporation, 44.
- official acknowledgment, 506.

INCORPORATION COMPANY,

- object clause in articles of corporation doing business as, 273.

INCREASE OF CAPITAL STOCK,

See STOCK.

- amendment of articles, 594, 595.

INCUBATORS,

- object clause in articles of corporation dealing in, 274, 355.

INDEBTEDNESS,

- limitation of amount of in general articles, 24.

INDEMNITY,

- bond on loss of certificate, 675.

INDIANA,

- annual report of foreign corporation, 761.
- application of foreign corporation to do business, 759, 760.
- articles of incorporation, 45.
 - of Fisher Automobile Company, 47.
 - of manufacturing and mining companies, 46.
- general form of acknowledgment of articles of incorporation, 484.
- official acknowledgment, 507.
- stipulation by foreign corporation against removal of causes, 759.

INKS,

- clause in articles of corporation organized to deal in, 409.

INN KEEPERS,

- object clause in articles of corporation engaged in business, 269.

INSPECTION OF ELEVATORS,

- object clause in articles of corporation engaged in business, 275.

INSPECTORS,

- by-laws providing for appointment of election inspectors, 591.
- certificate of election, 588.
- oath of election, 587.
- provision for appointment, 590.

INSTALLMENT CERTIFICATE,

- assignment, 678.
- common stock, 668.

[References are to Numbers of Forms.]

INSURANCE,

See UNDERWRITING.

articles of incorporation under Ohio laws, 79.

object clause in articles of corporation doing business, 276.

INSURANCE AGENCY,

object clause in articles of corporation maintaining, 277, 278.

INTEREST COUPONS,

on corporate bonds, 704.

INTOXICATING LIQUORS,

See BRANDIES.

INVESTMENT COMPANIES,

object clause in articles of corporation doing business, 279, 280.

IOWA,

application of foreign corporation to do business, 762.

articles of incorporation, 48.

official acknowledgment, 508.

IRON,

object clause in articles of corporation dealing in, 281, 282, 298

IRRIGATION COMPANIES,

articles of incorporation of, 66.

J

JEWELRY,

object clause in articles of corporation making and selling, 283, 447.

JUDGE,

certificate of judge as to incorporation under Virginia laws, 98.

K

KANSAS,

annual report of foreign corporation, 768.

application of foreign corporation to do business, 763, 764.

appointment of agent by foreign corporation, 767.

articles of incorporation, 49.

official acknowledgment, 509.

resolution authorizing officers of foreign corporation to execute consent to do business, 765, 766.

KAOLIN,

object clause in articles of corporation mining and making, 284.

[References are to Numbers of Forms.]

KENTUCKY,

articles of incorporation, 50.

location of office and appointment of agent of foreign corporation,
769.

official acknowledgment, 510.

KEYLESS LOCKS,

promoter's agreement for organization of company to manufacture, 2.

KNIT GOODS,

object clause in articles of corporation making and selling, 285.

L

LAMPS,

object clause in articles of corporation dealing in, 251, 286.

LAND DEVELOPMENT COMPANY,

object clause in articles of corporation, 287.

LANDLORD AND TENANT,

See LEASES.

LAUNDRIES,

object clause in articles of laundry company, 289.

LEAD COMPANIES,

object clause in articles of incorporation, 290.

LEASES,

branch railroad in perpetuity for fixed rent, 710.

railroad in perpetuity for fixed annual rent, 708.

percentage of gross earnings, 707.

railroad on net earnings, 709.

LEGISLATURE,

application to legislature for charter under Vermont laws, 96a.

LEATHER,

object clause in articles of corporation dealing in, 291.

LETTERS PATENT,

See PATENTS.

LICENSES,

annual tax return of foreign corporation in Vermont, 872.

LIEN,

provision for lien in general form of articles, 24.

LIGHTERAGE,

object clause in articles of corporation engaged in business, 450.

[References are to Numbers of Forms.]

LIGHTING AND HEATING,

object clause in articles of corporation dealing in, 292.

LIMITATION,

on amount of indebtedness in general articles, 24.

on amount of stock subscribed for, 24.

LIMITATION OF INDEBTEDNESS,

in articles of incorporation, see articles of particular state.

LIQUORS,

object clause in articles of corporation dealing in, 293.

LIQUOR HABIT,

clause in articles of corporation organized to cure, 385.

LITHOGRAPHING,

object clause in articles of corporation in business of, 294, 330.

LIVERY STABLES,

object clause in articles of corporation operating, 269.

LIVE STOCK,

object clause in articles of corporation formed to deal in, 233.

LOCAL EXPRESS,

object clause in articles of corporation engaged in business, 295.

LOCKS,

promoter's agreement for formation of company to manufacture, 2.

LOST CERTIFICATES,

affidavit of, 674.

bond of indemnity, 675.

by-law provision for issuance of duplicates, 590.

LOUISIANA,

application of foreign corporation to do business, 770.

articles of incorporation, 51.

resolution of board of directors of foreign corporation seeking to do business, 771.

official acknowledgment, 511.

LUMBER,

object clause in articles of corporation dealing in, 282, 296, 297, 298.

object clause in articles of boom company, 142.

[References are to Numbers of Forms.]

M

MACHINERY,

- object clause in articles of corporation dealing in, 299, 300, 301.
- corporation dealing in boot and shoe machinery, 144.
- schedule in general articles, 24.

MACHINE SHOPS,

- object clause in articles of corporation formed to operate, 241.

MAGAZINES,

- clause in articles of corporation organized to publish, 329, 365.
- clause in articles of corporation to publish poultry magazines, 355.

MAILING ORDERS,

- request for, on declarations of dividends, 663.

MAINE,

- application of foreign corporation to do business, 772.
- appointment of agent of foreign corporation, 773.
- articles of Knox Drug Company, 54.
- official acknowledgment, 511.
- resolution of directors of foreign corporation designating agent in Maine, 774.

MALT,

- object clause in articles of corporation dealing in, 302.

MANGANESE,

- object clause in articles of corporation mining and dealing in, 282, 303.

MANUFACTURER,

- object clause in articles of corporation engaged in business, 304.

MANUFACTURING COMPANIES,

- articles of incorporation of, under Indiana laws, 46.
- articles of, under Michigan laws, 58.
- object clause in articles of corporation formed to manufacture, repair and deal in machinery, 225.

MARINE TRANSPORTATION,

- object clause in articles of operating corporation, 450.

MARKS,

- object clause in articles of corporation maintaining, 305.

MARYLAND,

- agent's acceptance of appointment by foreign corporation, 776.
- application of foreign corporation to do business, 775.

[References are to Numbers of Forms.]

MARYLAND—*Continued.*

- articles of incorporation, 55.
- official acknowledgment, 513.

MASSACHUSETTS,

- acceptance of appointment by agent of foreign corporation, 784.
- annual statement of foreign corporation, 782.
- application of foreign corporation to do business in, 777.
- appointment of agent of foreign corporation, 778.
- appointment of auditor for foreign corporations, 780.
- articles of incorporation, 56.
- articles of organization, 57.
- certificate of auditor of foreign corporations, 783.
- notice of acceptance by agent of foreign corporation, 785.
- notice of first meeting, 549.
- oath of auditor of foreign corporations, 781.
- official acknowledgment, 514.
- resolution appointing agent of foreign corporation, 779.

MATCHES,

- object clause in articles of corporation making and dealing in, 306.

MEATS,

- object clause in articles of corporation dealing in, 307.
- articles of abattoir company, 107.
- articles of packing corporation, 339.

MEDICAL INSTITUTE,

- object clause in articles of corporation operating, 308.

MEETINGS,

- amendment of by-laws at directors' meeting, 590.
- by-laws authorizing special, 590.
 - fixing annual, 590, 591.
 - fixing order of business, 590.
 - fixing place of meeting, 590.
 - fixing quorum, 590, 591.
 - fixing time of annual meeting, 590.
 - fixing time of special meetings, 591.
- prescribing vote necessary to adopt proposition, 591.
- providing for waiver of notice, 591.
- providing for inspectors of election, 590.
- regulating directors' meetings, 591.
- regulating elections, 590.
- regulating notice of time, place and object, 590, 591.
- relating to directors' meetings, 590.
- relating to special meetings, 590, 591.
- requiring secretary to keep minutes, 591.
- call of directors' meeting by president, 626, 627.
 - by members of board, 628.

[References are to Numbers of Forms.]

MEETINGS—*Continued.*

- call of first meeting of directors and waiver of notice, 624, 625.
- call of special meeting by directors, 568, 569.
 - by resolution, 567.
- cumulative voting, 578.
- certificates of election inspectors, 588.
- certificate of increase at regular or special meeting, 617, 618.
- form of ballot, 576.
- form of proxy, 579-581.
- general notice of annual meeting, 555.
- minutes of directors' meeting, 631.
- minutes of first meeting, 553.
- minutes of stockholders' meeting to authorize consolidation, 733.
- notice of annual meeting by publication, 556, 557.
 - of directors' meetings, 629, 630.
 - of election of directors, 571.
 - of first meeting, 548, 549.
 - of meeting to change number of directors, 572, 573.
 - of special meetings, 591.
 - of special business at regular meeting, 559.
 - to stockholder of annual meeting, 554.
 - to stockholders of special meeting, 570.
- oath of election inspector, 587.
- order of business, 590, 591.
- president's endorsement on stockholder's request for meeting, 563.
- proof of service of notice, 550.
 - of special meeting, 574.
- provisions, articles and by-laws for meetings, see form in particular state.
- proxy for first meeting, 552.
- request for secretary to give notice of special business, 558.
- resolution appointing time for regular meetings, 630.
- resolution authorizing increase of stock, 612.
- revocation of proxies, 582.
- right of preference shares to vote, 474.
- right of stockholders to vote at, 591.
- secret ballot, 577.
- special meetings, call by president, 564-566.
 - call of stockholders, 560, 561.
- stockholders' meetings in general articles of incorporation, 24.
- stockholders' meeting to consent to mortgage, 716.
- stockholders' request for special, 562.
- votes of owner of preferred shares, 467.
- voting trust agreements, 583, 584, 585.
- voting trust certificate, 583, 586.
- waiver of notice of, 551.
 - special meeting, 575.

MERCANTILE AGENCY,

- object clause in articles of corporation operating, 309.

[References are to Numbers of Forms.]

MERCANTILE CORPORATIONS,

articles of under Michigan laws, 58.

MERCHANDISE,

schedule of, in general articles, 24.

MERCHANDISE BROKERAGE,

object clause of corporation in business, 310.

MERGER,

See CONSOLIDATION.

MESSENGER SERVICE,

object clause in articles of corporation operating, 311.

METALLURGISTS,

object clause in articles of corporation in business as, 225.

METAL POLISH,

object clause in articles of corporation making and selling, 313.

METALS,

object clause in articles of corporation manufacturing and selling,
312.

METAL WORKERS,

object clause in articles of corporation engaged in business as, 225.

MEXICAN INVESTMENTS,

object clause in articles of corporation engaged in business, 314.

MEXICO,

articles of incorporation, 106.

MICA,

object clause in articles of corporation mining and selling, 315.

MICHIGAN,

annual report of foreign corporation, 788, 789.

application of foreign corporation to do business, 786.

appointment of agent of foreign corporation, 787.

articles of incorporation, 58.

corporation not for profit, 59.

of ecclesiastical bodies, 60.

official acknowledgment, 515.

MILK AND DAIRY PRODUCTS,

object clause in articles of corporation dealing in, 316.

[References are to Numbers of Forms.]

MILLINERS,

object clause in articles of corporation in business, 212.

MINERAL OIL,

object clause in articles of corporation dealing in, 317.

MINERAL WATERS,

clause in articles of corporation dealing in, 343, 423.

MINING COMPANY,

annual report of foreign mining company, 789.

articles of incorporation of, under Indiana laws, 46.

MINES,

articles of incorporation of Yukon mining and milling company, 91.

object clause in articles of mining corporation, 226, 282, 318-323, 401.

of lead company, 290.

of corporation making explosives, 228.

MINING LODES,

clause in articles of mining corporation authorizing acquisition, 323.

MINNESOTA,

affidavit and statement of local agent of foreign corporation, 792.

application of foreign corporation to do business, 790.

articles of incorporation, 61.

location of office and appointment of agent, 791.

official acknowledgment, 516.

MINUTES,

of directors' meetings, 631.

of first meeting of incorporators, 553.

of stockholders' meeting authorizing consolidation, 733.

MIRRORS,

object clause in articles of corporation formed to make and sell, 242.

MISSISSIPPI,

application of foreign corporation to do business, 793.

articles of incorporation, 62.

official acknowledgment, 517.

MISSOURI,

affidavit of local agent of foreign corporation, 798.

of officers of foreign corporation for privilege of doing business in Missouri, 796.

of president of foreign corporation as to payment of stock, 795.

annual report of foreign corporation, 799.

anti-trust affidavit, 491.

of foreign corporation, 800.

[References are to Numbers of Forms.]

MISSOURI—*Continued.*

- application of foreign corporation to do business, 794.
- articles of incorporation, 63.
- designation of place of business and agent of foreign corporation, 797.
- general form of official acknowledgment, 485.
- official acknowledgment, 518.

MONOPOLIES,

- anti-trust affidavits, 491, 694.
 - in Texas, 865.
- anti-trust affidavits of foreign corporation in Missouri, 800.

MONTANA,

- acceptance of appointment by agent of foreign corporation in Montana, 804.
- affidavit of president and secretary of foreign corporation applying to do business, 802.
- application of foreign corporation to do business, 801.
- articles of incorporation, 64.
- consent of foreign corporation to be sued and designation of agent, 803.
- official acknowledgment, 519.

MORPHINE HABIT,

- clause in articles of corporation organized to cure, 385.

MORTGAGE,

- certificate of consent, 717.
- minutes of meeting consenting to mortgage, 716.
- object clause in articles of corporation dealing in, 234, 234a, 279, 324, 389.
- resolution authorizing bonds secured by, 609.
- stockholder's consent to, 713-717.
- to secure bonds, 711, 712.

MOTOR BOATS,

- clause in articles of corporation authorizing construction, 325.

MOTOR CARS,

- object clause in articles of corporation making and selling, 324-326.

MUSIC BOXES,

- clause in articles of corporation formed to make and sell, 327.

MUSIC HALL,

- object clause in articles of operating corporation, 428.

MUSICAL INSTRUMENTS,

- object clause in articles of corporation dealing in, 327.

[References are to Numbers of Forms.]

N

NAMES,

See CORPORATE NAMES.

- amendment of articles changing corporate name, 593.
- in articles of incorporation, 52, 53, 54.
- names and addresses of subscribers, see form of articles in particular state.
- statement of names of directors and officers, 738.

NATIONAL BISCUIT COMPANY,

- object clause in articles of incorporation, 137.

NATURAL GAS,

See GAS.

- object clause in articles of corporation dealing in, 328.

NEBRASKA,

- annual statement of foreign corporation, 808.
- application of foreign corporation to do business and for occupation permit, 805.
- articles of incorporation, 65.
- designation of office and appointment of agent of foreign corporation, 807.
- official acknowledgment, 520.
- resolution of directors of foreign corporation accepting provisions of law, 806.
- undertaking of foreign corporation filed with attorney-general, 809.

NET EARNINGS,

- lease of railroad based on, 709.

NEVADA,

- application of foreign corporation to do business, 810.
- articles of incorporation, 66.
- notice of incorporation, 67.
- official acknowledgment, 521.

NEW HAMPSHIRE,

- application not required from foreign corporation, 812.
- articles of incorporation, 68.
- official acknowledgment, 522.

NEW JERSEY,

- annual report of foreign corporation, 814, 815.
- application of foreign corporation to do business, 813.
- articles of incorporation of United States Steel Corporation, 72.
- certificate of incorporation, 70.
 - of transportation company, 71.
- form of subscription to stock before incorporation under laws of, 7.

[References are to Numbers of Forms.]

NEW JERSEY—*Continued.*

- general form of acknowledgment to certificate, 486.
- official acknowledgment, 504, 523, 524, 525.
- proof of execution of instruments, 524, 525.
- report of foreign corporation to board of assessors, 815.

NEW MEXICO,

- application of foreign corporation to do business, 816.
- designation of office and agent of foreign corporation, 817.
- official acknowledgment, 526.

NEWSPAPERS,

- object clause in articles of corporation publishing, 329, 330.

NEW YORK,

- acceptance of agent of foreign corporation, 820.
- annual report of foreign corporation, 823.
- application of foreign corporation to do business, 818.
- articles of incorporation, 74, 75.
- capital stock report of foreign corporation, 821.
- certificate of incorporation of scale company, 75.
- official acknowledgment, 527, 528.
- proof of execution of instruments, 528.
- statement and answers to questions by foreign corporation, 822.

NICKEL,

- object clause in articles of corporation dealing in, 331.

NON-STOCK CORPORATION,

- articles of, under Illinois laws, 44.

NORTH CAROLINA,

- annual statement of foreign corporation, 825.
- application of foreign corporation to do business, 824.
- articles of incorporation, 76.
- proof of execution of corporate instruments, 529, 530.

NORTH DAKOTA,

- annual report of foreign corporation, 828.
- application of foreign corporation to do business, 826.
- appointment of agent of foreign corporation, 827.
- articles of incorporation, 77.
- official acknowledgment, 531.
- proof of execution of instruments, 531.

NOTICE,

- acceptance of appointment by agent of foreign corporation in Massachusetts, 785.
- annual meeting by publication, 556, 557.
- application for charter under Pennsylvania laws, 82.

[References are to Numbers of Forms.]

NOTICE—Continued.

- application to change corporate name, 727.
- assessment, 657, 658.
- by-laws prescribing notice of time, place and object of annual meetings, 591.
- by-laws providing for waiver of notice of meetings, 591.
- calls, 652, 653.
- dividends, 659-663.
- dividends with check, 662.
- election as directors, 622, 623.
- election of directors at special meeting, 571.
- first meeting, 548, 549.
- general notice of annual meeting, 555.
- meeting to change number of directors, 572, 573.
- proof of service of, 574.
 - first meeting, 550.
- request for acceptance of election by director, 623.
- request for secretary to give notice for special business at meeting, 558.
- sale of delinquent stock, 655, 656.
- special business at regular meeting, 559.
- to stockholder of annual meeting, 554.
 - of proposal to change number and denomination of shares, 615.
 - of special meeting, 570.
- waiver of notice of calls, 654.
- waiver of notice of first meeting, 551.
 - of special meeting, 575.

NOTICE OF INCORPORATION,
Nevada, 67.

NOTICE OF PUBLICATION,
of articles of incorporation under Florida laws, 39.

NURSERY,
object clause in articles of corporation operating, 297, 332.

O

OATH,

- See ACKNOWLEDGMENT; AFFIDAVIT.
- of auditor of foreign corporation in Massachusetts, 780.
- election inspectors, 587.
- secretary's oath of office, 687.

OBJECT CLAUSES,

- See SPECIAL OBJECT CLAUSES.
- general statement in articles of incorporation, 24.
- 45—THOMP. CORP. VII.

[References are to Numbers of Forms.]

OCCUPATION PERMIT,

application by foreign corporation in Nebraska, 805.

OFFICE OF CORPORATION,

See PLACE OF BUSINESS.

by-law fixing location, 589.

certificate of change, 621.

consent of stockholders to change of, 607.

designation of local office by foreign corporation, 819, 888.

Nebraska, 807.

Nevada, 811.

New Mexico, 817.

location of office of foreign corporation in domestic state, 769.

Minnesota, 791.

provision for location of, in general articles, 24.

provision for location in articles of incorporation, see particular state.

OFFICERS,

See ACKNOWLEDGMENTS; AGENTS; CERTIFICATES; DIRECTORS AND TITLES OF PARTICULAR OFFICERS.

affidavits by, 693.

by-laws designating, 589.

fixing duties, 590.

number and term of, 590, 591.

fixing powers of, 590.

by-laws of steel corporation relating to, 592.

by-laws providing for fixing, 590.

certificate of newly elected officers of foreign corporation in Wisconsin, 884.

names and addresses in articles of incorporation, see form of particular state.

official acknowledgments in different states, see particular states.

peremptory resignation of directors, 691.

provisions for and election of, in general form of articles, 24.

provision for bonding, 589.

resignation of director, 689-691.

effective on future date, 690.

resignation of president, 692.

resolution of removal of, 645.

secretary's oath of office, 687.

statement showing names and residences of, 738.

treasurer's bond, 688.

OFFICIAL ACKNOWLEDGMENT,

See ACKNOWLEDGMENTS AND TITLE OF PARTICULAR STATE.

OHIO,

acceptance of appointment by agent of foreign corporation, 830.

annual report of foreign corporation, 832.

[References are to Numbers of Forms.]

OHIO—*Continued.*

- articles of incorporation, 78, 79.
- articles of incorporation of insurance company, 79.
- application of foreign corporation to do business, 829.
- certificate of foreign corporation retiring from business, 833.
- declaration and statement of foreign corporation, 831.
- official acknowledgment, 532.

OIL,

See MINERAL OIL.

- object clause in articles of corporation formed to prospect, drill for and produce, 213.
- object clause in articles of corporation mining and dealing in, 333-335.

OKLAHOMA,

- application of foreign corporation to do business, 834.
- appointment of agent of foreign corporation, 835.
- articles of incorporation, 80.
- official acknowledgment, 533.

OMNIBUSES,

- object clause in articles of corporation operating, 337.

OPERA GLASSES,

- object clause in articles of corporation dealing in, 336.

OPERA HOUSE,

- object clause in articles of corporation operating, 338.

OPTICAL GOODS,

- object clause in articles of corporation dealing in, 336.

OPTION,

- to retire preference shares, 473.

OPTION AGREEMENTS,

- relating to sale of business and property, 723.
- sale of capital stock, 724.
- sale of corporate plant and property, 725.

ORDER,

- of court changing corporate name, 728.

ORDER OF BUSINESS,

- at meetings, 590.
- by-laws prescribing, 590, 591.

OREGON,

- annual report and statement of foreign corporation, 838.
- application of foreign corporation to do business, 836.

[References are to Numbers of Forms.]

OREGON—*Continued.*

- appointment of agent of foreign corporation, 837.
- articles of incorporation, 81.
- official acknowledgment, 534.

ORGANIZATION,

- articles of, under Massachusetts laws, 57.

P

PACKING,

- object clause in articles of corporation engaged in business, 339.

PAINT,

- object clause in articles of corporation dealing in, 340.

PAINTINGS,

- object clause in articles of corporation dealing in, 124.

PALLADIUM,

- object clause in articles of corporation organized to make, 331.

PAPER,

- object clause in articles of corporation dealing in, 341.

PARTNERSHIP,

- agreement to transfer property to succeeding corporation, 4.
- promoter's agreement to form corporation out of, 4, 5.

PASSENGER AND BAGGAGE TRANSFER,

- object clause in articles of corporation operating, 342.

PATENTS,

- corporations formed to hold and own inventions pertaining to air-power motors, 115.
- object clause in articles of corporation formed to deal in, 234a, 344.
 - of corporation formed to purchase and work, 366.
- ownership and disposition of patents for manufacture of ammunition, 118.
- promoter's agreement to form company to manufacture patented articles, 2.
- provision for assignment of patents in promoter's agreement, 2.
- schedule of in general articles, 24.

PATENT MEDICINES,

See MEDICINES, 343.

- object clause in articles of corporation dealing in, 343.

PATTERN MAKERS,

- object clause in articles of corporation engaged in business, 345.

[References are to Numbers of Forms.]

PAVING,

object clause in articles of corporation engaged in business, 346.

PENNSYLVANIA,

application of foreign corporation to do business, 839.

bonus tax report of foreign corporation, 844.

capital stock report of foreign corporation, 843.

notice of application for charter, 82.

official acknowledgment, 535.

proof of execution of contracts, 686.

proof of execution of instruments outside state, 535.

report of loans of foreign corporation, 845.

resolution of stockholders for domestication in Pennsylvania, 841.

statement for domestication of foreign corporation, 840.

PEREMPTORY RESIGNATION,

See RESIGNATION.

PERFUMERY,

clause in articles of corporation organized to deal in, 402.

PERMIT,

See OCCUPATION PERMIT.

PERSONAL INJURIES,

resolution authorizing settlement of claim for, 643.

PETITION,

for change of corporate name, 726.

for incorporation in British provinces, 104.

for voluntary dissolution, 738a.

schedule filed with petition for voluntary dissolution, 738b.

to secretary of state of South Carolina for charter, 88.

PETROLEUM,

See OIL.

PHARMACEUTICAL CHEMISTS,

object clause in articles of corporation engaged in business, 346.

PHILIPPINE ISLANDS,

application of foreign corporation to do business, 846.

articles of incorporation, 85.

financial statement of foreign corporation, 847.

PHOTOGRAPHS,

clause in articles of corporation organized to carry on photographic business, 349.

PHONOGRAPHS,

object clause in articles of corporation dealing in, 348.

[References are to Numbers of Forms.]

PHYSICIANS,

clause in articles of corporation organized to make surgical instruments, 422.

PIANOS,

object clause in articles of corporation dealing in, 350.

PICKLES,

object clause in articles of corporation dealing in, 387.

PICNIC GROUNDS,

object clause in articles of corporation formed to maintain, 120.

PIPE FOUNDRY,

object clause in articles of pipe company, 351.

PLACE OF BUSINESS,

See OFFICE; FOREIGN CORPORATIONS.

amendment of articles changing, 605.

designation by foreign corporation in domestic state, 740.

Minnesota, 791.

Missouri, 797.

Nebraska, 807.

Nevada, 811.

New Mexico, 817.

Utah, 868.

South Carolina, 858.

Washington, 878.

provision for location of, in general articles, 24.

provision for location in articles of incorporation, see particular state.

PLANTATIONS,

corporation formed to own and operate banana plantation, 133.

object clause in articles of corporation operating sugar plantation, 420.

PLANTS,

option agreement for sale of corporate plant, 725.

PLATINUM,

clause in articles of corporation organized to manufacture, 331.

PLEADING,

See PETITION.

PLUMBERS' SUPPLIES,

object clause in articles of corporation dealing in, 353.

PLUMBING,

object clause in articles of corporation engaged in business, 352.

[*References are to Numbers of Forms.*]

PORTO RICO,

- acceptance of agent of foreign corporation in Porto Rico, 851.
- annual report of foreign corporation, 853.
- application of foreign corporation to do business, 848.
- articles of incorporation, 86.
- consent of foreign corporation to be sued in Porto Rico, 852.
- designation of agent of foreign corporation, 850.
- financial statement of foreign corporation, 849.

POTTERY,

- object clause in articles of corporation, 150.

POULTRY AND EGGS,

- object clause in articles of corporation dealing in, 354, 355.

POWDER AND DYNAMITE,

- object clause in articles of corporation making and selling, 356.

POWER,

- object clause in articles of corporation dealing in, 357.

POWER OF ATTORNEY,

- appointment of agent of foreign corporation, 837.

PRECIOUS STONES,

- object clause in articles of corporation dealing in, 446.

PREFERRED STOCK,

See FOUNDERS' SHARES.

- certificate with stub, 673.
- convertible preferred shares, 461.
- cumulative dividends and limited to par value on distribution, 465.
- cumulative dividends and stock preference, 464.
 - preference on dissolution, 460.
 - preference limited on distribution, 466.
- cumulative dividends limited and stock classified on increase with consent, 463.
- cumulative dividends without participation in management, 461.
- dates for payment of dividends, 592.
- declaring dividends on, 649, 650.
- first and second preferred shares—cumulative dividends and voting, 467.
- non-cumulative dividends, 469.
- non-cumulative dividends and par value on distribution, 468.
- non-cumulative dividends, payable quarterly, 470, 471.
- option to retire, 473.
- provision in general articles as to amount of, 24.
- retirement, 472.
- right of to vote, 474.
- subscription agreement for, with bonus, 15.
- voting privilege in, 467.

[References are to Numbers of Forms.]

PRELIMINARY REPORT,

of foreign corporation in West Virginia, 880.

PRESIDENT,

affidavit of president of foreign corporation for privilege to do business in Missouri, 796.

Montana, 802.

by-laws fixing powers of, 590.

by-laws providing for election of, 590.

by-laws relating to powers of, 591.

call for special meeting, 564-566.

for directors' meeting, 626, 627.

corporate note executed by, 684.

creation of office by by-law, 589.

presides at all meetings, 590.

resignation of, 692.

resolution authorizing president to borrow money, 632-634.

PRINCIPAL AND AGENT,

See **AGENTS.**

PRINTING, PUBLISHING AND STATIONERY,

object clause in articles of corporation engaged in business, 227, 358.

PRISMATIC GLASS,

object clause in articles of corporation making and selling, 359.

PROCESS,

agents of foreign corporation for service of process, see **AGENTS.**

PROMISSORY NOTES,

See **BILLS AND NOTES.**

PROMOTERS,

compensation of, 5.

form of withdrawal of subscriptions to, 17.

object clause in articles of promoting corporation, 360.

payment for services in organizing corporation to succeed partnership, 4.

provision for payment for services in promoter's agreement, 3.

underwriting agreements, 718.

PROMOTER'S AGREEMENTS,

organization of automobile company, 1.

organization of fish company, 3.

organization of Keyless Lock Company, 2.

with partners for organization of corporation, 4, 5.

PROMOTION,

object clause in articles of corporation engaged in business, 234a, 360.

[References are to Numbers of Forms.]

PROPERTY,

See REAL ESTATE.

- form for payment of subscription in property, 14.
- option agreements for sale of, 723, 725.
- payment of subscription in, after incorporation, 20, 21.
- ratification of sale of, 642.
- resolutions authorizing purchase of, 641.
- schedule of property in general articles, 24.

PROOF,

- of execution of instruments, 523, 524, 528, 529, 530, 531, 535.
- of publication of notice of application under Pennsylvania laws, 83.

PROVISIONS,

- object clause in articles of corporation dealing in, 361, 362.

PROXIES,

- at meetings, 579-581.
- by-laws authorizing use of, at elections, 590.
- for first meeting, 552.
- of corporation, 581.
- revocation of, 582.

PUBLICATION,

- notice of annual meeting, 556, 557.
- notice to shareholders of proposal to change number and denomination of shares, 615.
- proof of publication of application under Pennsylvania laws, 83.

PUBLIC BUILDINGS,

- clause in articles of corporation organized to construct, 363.

PUBLICITY SERVICE,

- object clause in articles of corporation engaged in business, 364.

PUBLIC WORKS,

- object clause in articles of corporation developing and building, 363.

PUBLISHERS,

- object clause in articles of corporation engaged in business, 110, 329, 330, 358, 365.

Q

QUARRY,

- object clause in articles of corporation engaged in business of, 126, 226, 367.

QUORUM,

- by-laws fixing, 590, 591.

[References are to Numbers of Forms.]

R

RAILROAD APPLIANCES,

object clause in articles of corporation making, installing and selling, 370.

RAILROAD CARS,

object clause in articles of corporation making and dealing in, 371.

RAILROAD COMPANIES,

articles of incorporation of, under Texas laws, 94.

conditional subscription of stock for, 22.

consolidation agreement, 729, 931.

lease in perpetuity for fixed annual rent, 708.

lease in perpetuity for percentage of gross earnings, 707.

lease of branch railroad in perpetuity for fixed rent, 710.

lease on net earnings, 709.

object clause in articles of corporation formed to build and operate.
368, 369.

RAILROAD CONSTRUCTION,

object clause in articles of corporation engaged in business, 372.

RAILROAD CONTRACTORS,

object clause in articles of corporation engaged in business, 373.

RAILROAD SWITCHES,

object clause in articles of manufacturing corporation, 435.

RATIFICATION,

resolution ratifying sale of property, 642.

REAL ESTATE,

object clause in articles of corporation dealing in, 374-376.

object clause in articles of development companies, 287, 288.

REDUCING ORES,

clause in articles authorizing mining company to engage in business,
319, 320, 321, 322.

REDUCTION OF STOCK,

certificate authorizing, 614.

REFINERIES,

clause in articles authorizing operation by sugar company, 420.

REGISTRATION,

bonds, 700, 701, 702.

of articles of incorporation under Mexican laws, 196.

*[References are to Numbers of Forms.]***REMOVAL,**

- directors, 590.
- resolution authorizing, 644.
- removing officer, 645.

REMOVAL OF CAUSES,

- stipulation against, in application of foreign corporation to do business, 759.

RENOVATORS,

- object clause in articles of corporation formed for business of, 178.

RENT,

See LEASES.

- lease of branch railroad for fixed rent, 710.
- lease of railroad in perpetuity for fixed annual, 708.

REORGANIZATION,

- voting trust agreement on, 585.

REPORTS,

See ANNUAL REPORTS.

- annual report of foreign corporation in Porto Rico, 853.
- capital stock report of foreign corporation doing business in New York, 821.
 - in Pennsylvania, 843.
- bonus tax report of foreign corporation in Pennsylvania, 844.
- of loans by foreign corporation in Pennsylvania, 845.
- preliminary report of foreign corporation in West Virginia, 880.

REQUEST,

- stockholders', for special meeting, 562, 563.

RESERVOIRS,

- object clause in articles of corporation organized to construct, 363.

RESIDENCES,

- statement showing residences of directors and officers, 738.

RESIGNATION,

- of directors, 590.
 - effective on acceptance, 689.
 - effective on future date, 690.
- of president, 692.
- peremptory resignation of director, 691.

RESOLUTIONS,

- amending articles of incorporation, see AMENDMENTS.
- amending by-laws, 608.
- appointing agent of foreign corporation in Massachusetts, 779.

*[References are to Numbers of Forms.]***RESOLUTIONS—Continued.**

- appointing time for regular meetings, 630.
- authorizing bonds secured by mortgage, 609.
 - consolidation, 611.
 - officers of foreign corporation to execute consent to do business in Kansas, 765, 766.
 - removal of plant, 644.
 - sale of bonds, 640.
 - sale of entire assets, 610, 651.
- certificate to resolution authorizing change in number and denomination of shares, 615.
- changing name of corporation, 593.
- declaring dividends, 646, 647.
 - on preferred stock, 649, 650.
 - stock dividends, 648.
- declaring forfeiture of stock, 639.
- directors of foreign corporation seeking to do business in Louisiana, 771.
- directors for dissolution, 736.
- directors of foreign corporation accepting provisions of Nebraska laws, 806.
- directors of foreign corporation appointing agent in Maine, 774.
- for borrowing money, 632, 633, 634.
- for special meeting, 567.
- making calls, 637, 638.
- of foreign corporation accepting constitutional provisions, 867.
- purchase of property, 641.
- ratifying sale of property, 642.
- removal of officer, 645.
- selecting bank for deposit, 635.
- statement of claim, 643.

RESTAURANTS,

- object clause in articles of corporation operating, 269, 377.

RETAIL CLOTHING AND FURNISHINGS,

- object clause in articles of corporation dealing in, 378.

RETIREMENT OF STOCK,

- preferred stock, 472.
- option to retire, 473.

RETURNS,

See FOREIGN CORPORATIONS.

- for registration by foreign corporation in Vermont, 870.
- of corporators under South Carolina laws, 89.
- of foreign corporation for registration in Vermont, 870.

RHODE ISLAND,

- acceptance of appointment of agent of foreign corporation, 856.
- application of foreign corporation to do business, 854.

[References are to Numbers of Forms.]

RHODE ISLAND—Continued.

- appointment of agent of foreign corporation, 855.
- articles of incorporation, 87.
- official acknowledgment, 536.

ROLLING MILL,

- object clause in articles of corporation operating, 379.

RUBBER,

- object clause in articles of corporation dealing in, 380, 381.

RULES AND REGULATIONS,

See BY-LAWS; RESOLUTIONS.

- by-laws authorizing directors to adopt, 591.

RUMMAGE SALES,

- object clause in articles of corporation formed to conduct, 382.

S

SAFETY APPLIANCES,

- object clause in articles of corporation organized to deal in, 370.

SALARIES,

See COMPENSATION.

- by-laws providing for, 590.

SALE,

- notice of sale of delinquent stock, 655, 656.
- option agreement for sale of capital stock, 724.
- option agreement for sale of corporate plant and property, 725.
- option agreements relating to sale of corporate business and property, 723.
- provision for sale of stock to corporation in general articles, 24.
- ratification of sale of property, 642.
- resolution authorizing sale of assets, 610.
 - authorizing sale of bonds, 640.
 - authorizing sale of entire assets, 651.

SALT,

- object clause in articles of corporation dealing in, 383.

SALVAGE,

- object clause in articles of corporation engaged in business, 384.

SANITARIUM,

- object clause in articles of corporation operating, 385.

SASH AND DOORS,

- object clause in articles of corporation making and selling, 386.

[References are to Numbers of Forms.]

SAUCES AND PICKLES,

object clause in articles of corporation making and selling, 387.

SAW MILLS,

object clause in articles of corporation operating, 388.

SCALE COMPANY,

certificate of incorporation of, under New York laws, 75.

SCHEDULE,

filed with petition for dissolution, 738b.

SEAL,

affidavit that seal is corporate seal, 482, 490, 499, 500, 503, 508, 511,
516, 518, 526, 527, 528, 529, 530, 534, 535, 544, 545.

by-laws prescribing form of, 589, 590, 591.

clause in articles of corporation organized to deal in, manufacture
and sell, 409.

description in articles under Indiana laws, 45.

description of, in general form of articles, 24.

form of, under Indiana laws, 47.

SECRET BALLOT,

at meetings, 577.

SECRET PROCESS,

ownership of, for manufacture of ammunition, 118.

SECRETARY,

affidavit of secretary of foreign corporation for privilege of doing
business in Missouri, 796.

by-laws fixing powers of, 590, 591.

providing for election, 590.

creation of office by by-law, 589.

oath of office, 687.

of foreign corporation applying to do business in Montana, 802.

request for secretary to give notice of special business at meeting,
558.

resolution authorizing secretary and president to borrow money, 632.

SECRETARY OF STATE,

petition to, under South Carolina laws, 88.

SECURITIES,

See MORTGAGES; BONDS.

object clause in articles of corporation dealing in, 389.

SEPARATORS,

object clause in articles of corporation dealing in, 390.

[References are to Numbers of Forms.]

SERVICE,

- proof of service of notice, 550.
- of special meeting, 574.

SETTLEMENT,

- resolutions authorizing settlement of claims, 643.

SEWERS,

- object clause in articles of corporation organized to construct, 363, 391.

SEWING MACHINES,

- object clause in articles of corporation making and selling, 392.

SHARES,

See CERTIFICATES; STOCKS.

- object clause in articles of corporation formed to deal in, 234.

SHEEP,

- object clause in articles of corporation raising and dealing in, 393.

SHEET METAL,

- object clause in articles of corporation making and selling, 394.

SHIPBUILDING,

- object clause in articles of corporation engaged in business, 395.

SHORT FORM,

- subscription before incorporation, 6.

SIGNATURES,

- by corporate agent, 683, 685.
- corporate signatures, 682, 683, 685.

SILICON,

- object clause in articles of corporation engaged in manufacture and sale of, 153.

SILK,

- object clause in articles of corporation dealing in, 396.

SILVERWARE,

- object clause in articles of corporation buying and selling, 260.

SLATE,

- object clause in articles of corporation mining, manufacturing and selling, 397, 398.

SLAUGHTER-HOUSE COMPANIES,

See ABATTOIRS.

- object clause in articles, 107, 362, 399.

[References are to Numbers of Forms.]

SLOT MACHINES,

object clause in articles of corporation making and selling, 400.

SMELTING,

object clause in articles authorizing work, 319, 320, 401.

SNOW-REMOVAL WAGONS,

object clause in articles of corporation making and selling, 249.

SOAP,

object clause in articles of corporation dealing in, 402.

SODIUM,

object clause in articles of corporation organized to deal in, 331.

SOUTH CAROLINA,

annual report of foreign corporation, 859.

application of foreign corporation to do business, 857.

designation of place of business of foreign corporation, 858.

official acknowledgment, 537.

petition to secretary of state for charter, 88.

return of corporators, 89.

SOUTH DAKOTA,

affidavit of signature to articles, 489.

application of foreign corporation to do business, 860.

articles of incorporation, 90, 91.

articles of Yukon mining and milling company, 91.

consent to be sued and appointment of agent of foreign corporation,
861.

official acknowledgment, 538.

SPECIAL BUSINESS,

notice of, for annual meeting, 558, 559.

SPECIAL MEETINGS,

See MEETINGS.

SPECIAL OBJECT CLAUSES,

abattoir companies, 107.

abstract companies, 108.

acetylene gas companies, 109.

advertising companies, 110.

agency companies, 111.

agricultural implements, 112.

air-brake companies, 113.

air-power companies, 114.

air-power motor companies, 114.

alcoholic institutes, 116.

ammonia manufacturers, 117.

[*References are to Numbers of Forms.*]

SPECIAL OBJECT CLAUSES—*Continued.*

- ammunition companies, 118.
- amusement companies, 119.
- amusement parks, 120.
- animal fanciers, 121.
- apartment house companies, 122.
- architects, 123.
- art companies, 124.
- asbestos manufacturers, 125.
- asphalt companies, 126.
- auditors, 127.
- automobile manufacturers, 128.
- automobile storage and supply companies, 129.
- automobile tire manufacturers, 130.
- baggage transfer, 342.
- baking companies, 131.
- baking powder makers, 132.
- banana plantations, 133.
- banknote printers and engravers, 134.
- bicycles and automobile manufacturers, 135.
- biscuit makers, 136, 137.
- blast furnace makers, 138.
- blooded stock dealers, 139.
- blue-print makers, 140.
- bone dust manufacturers, 141.
- boom companies, 142.
- boot and shoe machinery manufacturers, 144.
- boot and shoe manufacturers and dealers, 143.
- box and trunk makers, 145.
- brandy manufacturers and dealers, 146.
- breeders, 147.
- brewing companies, 148.
- brick makers and dealers, 149, 150.
- bridge builders, 151.
- brokers, 152.
- bronze manufacturers and dealers, 153.
- broom makers, 154.
- brush makers, 155.
- builders and contractors, 156, 157, 192.
- building and development companies, 158.
- building contractors, 159.
- building material, 160.
- business colleges, 161.
- butchers, 162.
- button manufacturers, 163.
- canning factories, 164.
- carbon engine manufacturers and dealers, 166.
- car builders, 165.
- carpet-cleaning companies, 167.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

- cash registers, 168.
- cattle, 307.
- cattle dealers and breeders, 169.
- cement manufacturers, 170.
- cereal dealers and warehousemen, 171.
- chemical manufacturers, 172.
- chemists, 347.
- chemists and druggists, 173.
- cigar manufacturers and dealers, 174.
- civil engineers, 176.
- clay manufacturers, 177.
- cleansers and renovators, 178.
- clothing manufacturers and dealers, 180.
- cloth manufacturers and dealers, 179.
- coal briquette dealers, 182.
- coal dealers, 181.
- coffee dealers, 183.
- cold storage plant, 184.
- collection agencies, 185.
- colliers, 186.
- colonization corporations, 187.
- commission merchants, 188.
- concrete construction companies, 189.
- confectionery manufacturers and dealers, 190.
- construction companies, 191.
- contractors and builders, 156, 157, 192.
- co-operative societies, 193.
- cordage companies, 194.
- corn products companies, 195.
- correspondence schools, 196.
- cotton compress companies, 198.
- cotton dealers, 197.
- cotton oil dealers and manufacturers, 199.
- cotton plantation companies, 200.
- cotton yarn dealers and manufacturers, 201.
- cutlery dealers and manufacturers, 202.
- dairy products, 203, 232.
- decorating companies, 204.
- dental supplies, 205.
- department stores, 206, 207.
- distilling companies, 208.
- dock and terminal companies, 207.
- doors, 386.
- drainage companies, 210.
- dredging companies, 211.
- dressmakers, 212.
- drilling companies, 213.
- drug companies, 214.
- dry goods companies, 215.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—Continued.

dynamite, 356.
eggs, 355.
electrical contractors, 220.
electrical corporations, 216.
electrical fixtures, 266.
electrical machinery makers, 218.
electrical welding companies, 219.
elevator machinery manufacturers, 222.
elevator manufacturers, 221.
enameled and stamped ware companies, 224.
enameled goods, 223.
enameled goods makers, 223.
enameled stamped ware, 234.
engineering, 225.
engineering and dredging, 226.
engineering companies, 300.
engineering and dredging companies, 225, 226.
engraving, 227.
explosives, 228.
express business, 229.
fairs, 230, 233.
farm products, 231, 232.
financing companies, 234.
financial investment companies, 234a.
fire extinguishers, 235.
fireproof companies, 236.
fisheries, 237.
flour, 238.
flume and sluice companies, 239.
food products, 240.
foundry and machine shops, 241.
framing mirrors, 242.
freight agents, 243.
fruit, 244.
furnaces and stoves, 246.
furnishings, 378.
furniture, 247.
garage, 248.
garbage machinery, 249.
gas fitters, 250.
gas fixtures and lamps, 251.
gas-making machinery, 252.
gas retorts, 253.
general contracting, 254.
general stores, 255.
ginneries, 256.
glass sand, 258.
glassworks, 257.
glue, 259.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

- gold and silverware, 260.
- grain elevators, 261.
- graphite, 262.
- hair-dressing supplies, 263.
- hardware, 264, 265.
- heaters, 406.
- heating apparatus, 266.
- hosiery, 268.
- house furnishing companies, 270.
- hotel companies, 269.
- ice companies, 271.
- ice machine companies, 272.
- incorporation companies, 273.
- incubators, 274.
- inspection of elevators, 275.
- insurance, 276.
- insurance agencies, 277, 278.
- investment companies, 279.
- investors, 280.
- iron companies, 281, 282.
- jewelry, 283, 447.
- kaolin, 284.
- knitting companies, 285.
- lamps, 286.
- land and development companies, 287, 288.
- laundries, 289.
- lead company, 290.
- leather, 291.
- light and heating companies, 292.
- lithographing companies, 294.
- liquor companies, 293.
- live stock, 233.
- local express companies, 295.
- lumber companies, 296, 297.
- lumber, iron and steel, 298.
- machinery, 299, 300, 301.
- malt, 302.
- manganese, 303.
- manufacturing, 304.
- markets, 305.
- matches, 306.
- meats and cattle, 307.
- medical institute, 308.
- mercantile agencies, 309.
- merchandise brokerage, 310.
- messenger service, 311.
- metal polish, 313.
- metals, 312.
- Mexican investments, 314.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

- mica, 315.
- milk and dairy products, 316.
- mineral oil, 317.
- mining, 318.
- mortgage company, 324.
- motor cars, 325, 326.
- musical instruments, 327.
- music hall, 428.
- natural gas, 328.
- newspapers, 329, 330.
- nickel, 331.
- nurseries, 332.
- nursery companies, 297.
- oil, 333-335.
- omnibus, 337.
- opera house, 338.
- optical companies, 336.
- packing company, 339.
- paints, 340.
- paper, 341.
- passenger and baggage transfer, 342
- patent medicine, 343.
- patents, 366.
- patents and trade-marks, 344.
- pattern makers, 345.
- paving, 346.
- pharmaceutical chemists, 347.
- phonographs, 348.
- photography, 349.
- pickles, 387.
- pianos, 350.
- plantation, 245.
- plumbing, 352.
- plumbers' supplies, 353.
- pottery, 354.
- poultry and eggs, 355.
- powder and dynamite, 356.
- power, 357.
- precious stones, 447.
- printing, publishing and stationery, 358.
- prismatic glass, 359.
- promotion, 360.
- provisions, 361, 362.
- public works, 363.
- publicity service, 364.
- publishers, 365.
- publishing companies, 330.
- purchase and work patents, 366.
- quarries, 367.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

railroad appliances, 370.
railroad cars, 371.
railroad construction, 372.
railroad contractors, 373.
railroads, 368, 369.
real estate, 374.
real estate agency and brokerage, 375.
real estate dealers, 175.
realty, 376.
restaurants, 377.
retail clothing and furnishings, 378.
rolling mills, 379.
rubber, 380.
rubber goods, 381.
rummage sales, 382.
salt, 382.
salvage, 384.
sanitarium, 385.
sash and doors, 386.
sauces and pickles, 387.
sawmill, 388.
securities, 389.
sewage, 391.
separators, 390.
sewing machine, 392.
sheep, 393.
sheet metal, 394.
shipbuilding, 395.
silk, 396.
slate, 397, 398.
slot machine, 400.
slaughtering, 363.
slaughtering cattle, 399.
smelting, 401.
soap, 402.
spirits, 403.
spokes, 453.
Standard Oil Company, 335.
starch manufacturing, 404.
steam, 405.
steam boilers and heaters, 406.
steamship, 407.
steel companies, 282.
steel foundries, 408.
stencils, 409.
stereopticon machines, 410, 411.
stevedores, 412.
stockholding corporation, 267.
stock foods, 413.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

stock yards, 414.
 storage batteries, 415.
 street railroads, 416-418.
 street sprinkling and cleaning, 419.
 sugar, 420.
 sugar refineries, 421.
 surgical instruments, 422.
 supply stores, 265.
 table water, 423.
 tanneries, 424.
 telegraphs, 425.
 telephones, 426.
 theater and music hall, 428.
 theatrical promotion, 429.
 thread, 430.
 tile, 398, 427.
 title insurance, 431.
 tobacco, 432.
 tools, 301.
 towing and transportation, 433.
 trade-marks, 344.
 trading stamps, 434.
 train control, 435.
 transfer, 436.
 transportation companies, 433.
 tropical trading, 437.
 trucking, 438.
 turbine engines, 439.
 type foundry, 351.
 typesetting machines, 440.
 typewriting machines, 441.
 undertakers, 442.
 underwriting, 443.
 vacuum cleaner, 444.
 valves, 445.
 vehicle dealers and manufacturers, 217.
 warehouse, 452.
 warehouse, 446.
 watches, jewelry and precious stones, 447.
 water, 448.
 water heaters, 449.
 water transportation, 450.
 welding, 451.
 wharf and warehouse, 452.
 wheels and spokes, 453.
 wood pulp, 454.
 woodworking, 455.
 woolen and worsted, 456.

[References are to Numbers of Forms.]

SPECIAL OBJECT CLAUSES—*Continued.*

wrecking companies, 457, 458.

yarn mill, 459.

SPIRITS,

object clause in articles of corporation making and selling, 403.

SPOKES,

object clause in articles of manufacturing corporation, 454.

STANDARD OIL COMPANY,

object clause in articles of incorporation, 335.

STARCH,

object clause in articles of corporation dealing in, 404.

STATEMENTS,

See **FINANCIAL STATEMENT; FOREIGN CORPORATIONS; REPORTS.**

filed with articles of incorporation in Wisconsin, 883.

financial statement of foreign corporation in Philippine Islands, 847.
in Porto Rico, 849.

for domestication of foreign corporation in Pennsylvania, 840.

foreign corporation seeking to do business in New York, 822.

Ohio, 831.

Oregon, 838.

local agent of foreign corporation in Minnesota, 792.

names and residences of directors and officers, 738.

STATIONERY,

object clause in articles of corporation dealing in, 358.

STATUTES,

Indiana, governing organization of manufacturing and mining corporations, 46.

STEAM,

object clause in articles of corporation producing and vending, 405.

STEAM BOILERS AND HEATERS,

object clause in articles of manufacturing corporations, 406.

STEAMSHIP,

object clause in articles of corporation operating, 407.

STEEL,

object clause in articles of corporation dealing in, 282, 298.

provision of Steel Corporation by-laws, 592.

STEEL FOUNDRIES,

object clause in articles of corporation operating, 406.

[References are to Numbers of Forms.]

STENCILS,

object clause in articles of manufacturing corporations, 409.

STEREOPTICON,

object clause in articles of corporation making and selling, 410, 411.

STEREOTYPERS,

object clause in articles of corporation authorized to stereotype,
329, 330.

STEVEDORES,

object clause in articles of corporation engaged in business, 412.

STOCKS,

See CERTIFICATES OF STOCK; SUBSCRIPTIONS AND TITLES OF VARIOUS
KINDS OF STOCKS.

affidavit of loss of certificate, 674.

affidavit of president of foreign corporation as to payment of stock,
795.

amendment of articles changing number and denomination of shares,
601.

reducing and cancelling, 598, 599.

classifying, 602.

increasing and providing for convertible bonds, 597.

articles of voluntary association without capital stock, 31.

assignment of certificate, 676, 677.

of installment certificate, 678.

of subscriptions, 680.

by-laws fixing powers of secretary as to issuance of, 591.

providing for authentication of, 590.

providing for transfer of, 590.

regulating issuance and transfer, 589.

regulating issuance of, 591.

regulating transfer of shares, 591.

capital stock report of foreign corporation doing business in New
York, 821.

Pennsylvania, 843.

certificate authorizing reduction, 614.

certificate of increase, 612, 613.

of stock of foreign corporation in Wisconsin, 885.

certificate to resolution authorizing change in number and denomi-
nation, 615.

certificate to resolution classifying, 616.

certificate with stub, 669.

common stock certificates, 664, 665.

installment certificate, 668.

partly paid stock, 667.

demand for transfer of, 681.

founder's shares certificates, 670.

issuance to promoter for services, 4.

[References are to Numbers of Forms.]

STOCKS—*Continued.*

- newspaper notice of change in number and denomination, 615.
- notice of sale of delinquent, 655, 656.
- object clause in articles of corporation dealing in, 234, 234a, 279.
- option agreement for sale of, 724.
- preferred stock certificate, 671, 672.
 - with stub, 673.
- provision as to amount of in general articles, 24.
 - amount of common and preferred, 24.
- provision for division of in general form of articles, 24.
- provision for issuance of to partners of business organized into corporation, 4, 5.
 - to promoters, 1.
 - issuance under promoter's agreement, 2.
- provision for lien on, in general form of articles, 24.
- provision for sale to corporation in general articles, 24.
- reduction of and distribution of assets, 600.
- resolution authorizing increase of, 612.
- resolution declaring forfeiture of, 639.
- resolutions making calls, 637, 638.
- separate assignment of certificates, 679.
- Standard Oil form of certificate, 666.
- transfer of, 676.
- underwriters' agreement, 722.

STOCK DIVIDENDS,

- amendment of articles providing for, 596.
- resolutions declaring, 648.

STOCK FOODS,

- object clause in articles of manufacturing corporation, 413.

STOCKHOLDERS,

- by-laws regulating meetings, 590.
- by-laws of Steel Corporation relating to, 592.
- call for special meeting, 560, 561.
- notice to stockholders of special meeting, 571.
- president's endorsement on request for special meeting, 563.
- request for special meeting, 562.

STOCK YARDS,

- object clause in articles of corporation, 414.

STONE,

See QUARRIES.

STORAGE,

- object clause in articles of automobile storage corporation, 129.

STORAGE BATTERIES,

- object clause in articles of manufacturing corporation, 415.

*[References are to Numbers of Forms.]***STOVES,**

object clause in articles of corporation making and selling, 246.

STREET RAILROADS,

agreement for consolidation, 730.

object clause in articles of corporation building and operating, 416-418.

STREETS,

object clause in articles of paving corporation, 126.

sprinkling and cleaning company, 419.

STREET SPRINKLING AND CLEANING,

object clause in articles of corporation engaged in business, 419.

STUB,

stock certificate, 669.

preferred stock certificate, 673.

SUBMARINE TELEGRAPHS,

clause in articles of corporation authorized to make and operate, 329.

SUBSCRIPTIONS,

agreement-promise to promoters, 13.

after incorporation, 18-23.

payable in property, 20.

assignment of, 680.

before incorporation, 1-17.

short form, 6.

by partners to stock of succeeding corporation, 4, 5.

cancellation of, 23.

conditional after incorporation, 22.

conditional before incorporation, 10, 11.

conditional to commissioners, 16.

individual, 12.

individual after incorporation, 19.

names, residence and amount of, in general articles, 24.

payable in stock, 14.

preferred stock with bonus, 15.

promoter's agreement to obtain, 3.

promoter's agreement to obtain for corporation to succeed partnership, 4.

provision for limitation on amount of, in general articles, 24.

provisions for, in promoter's agreement, 1, 2.

stock of voting machine company, 7.

withdrawal of, 17.

SUGAR,

object clause in articles of sugar corporation, 420.

[References are to Numbers of Forms.]

SUGAR REFINERIES,

object clause in articles of operating corporation, 421.

SURGICAL INSTRUMENTS,

object clause in articles of manufacturing corporation, 202, 422.

SURRENDER,

See DISSOLUTION.

of certificates of stock, 590.

SYNDICATES,

for underwriting, 718.

object clause in articles of corporation organized to finance, 234.

T

TABLE WATER,

object clause in articles of bottling corporation, 423.

TANNERIES,

object clause in articles of operating corporation, 424.

TAXATION,

annual license tax return of foreign corporation in Vermont, 872.

annual report of foreign corporation to New Jersey state board of assessors, 815.

bonus tax report of foreign corporation, 844.

TAXICABS,

object clause in articles of corporation organized to operate, 337.

TELEGRAPH COMPANIES,

object clause of operating corporation, 425.

TELEPHONE COMPANIES,

object clause in articles of operating corporation, 426.

TENNESSEE,

annual report of foreign corporation, 863.

application of foreign corporation to do business, 862.

articles of incorporation, 92, 93.

official acknowledgment, 539.

TERRA COTTA COMPANIES,

object clause in articles of incorporation, 150.

TESTIMONIUM CLAUSE,

to corporate contracts, 685.

*[References are to Numbers of Forms.]***TEXAS,**

- anti-trust affidavit of foreign corporation, 865.
- application of foreign corporation to do business, 864.
- articles of incorporation, 94.
- official acknowledgment, 540.

THEATERS,

- object clause in articles of corporation operating, 338, 428.
- corporation formed to advance theatrical art, 429.

THREAD,

- object clause in articles of manufacturing corporation, 430.

TILE COMPANIES,

- object clause in articles of incorporation, 150, 398, 427.

TITLE INSURANCE,

- object clause in articles of corporation in business, 431.

TOBACCO,

- object clause in articles of corporation dealing in, 432.

TOOLS,

- object clause in articles of corporation making and selling, 301.
- schedule of, in general articles, 24.

TOWING AND TRANSPORTATION,

- object clause in articles of corporation engaged in business, 433.

TRADE-MARKS,

- object clause in articles of corporation dealing in, 234a, 344.
- ownership and disposition of, 118.

TRADE NAMES,

- object clause in articles of tobacco corporation, 432.

TRADING STAMPS,

- object clause in articles of corporation engaged in business, 434.

TRAIN CONTROL,

- object clause in articles of manufacturing corporation, 435.

TRANSFERS,

- of stock, 677.
 - by-laws regulating, 589, 591.
 - demand for, 681.

TRANSFER BUSINESS,

- object clause in articles of operating corporation, 436.

*[References are to Numbers of Forms.]***TRANSFER COMPANY,**

object clause in articles of corporation organized as, 229.

TRANSPORTATION COMPANY,

certificate of incorporation of, under New Jersey laws, 71.

object clause in articles of transportation company, 433.

TREASURER,

bond of, 688.

by-laws fixing powers of, 590, 591.

providing for election of, 590.

creation of office by by-law, 589.

resolution authorizing removal, 645.

the borrowing of money, 634.

selection of bank for deposit, 635.

TROPICAL TRADING,

object clause in articles of corporation, 437.

TRUCKING,

object clause in articles of corporation doing business, 438.

TRUNK COMPANIES,

object clause in articles of incorporation, 145.

TRUSTEES,

certificate to bonds, 705.

TRUST DEEDS,

See MORTGAGES AND TRUST DEEDS.

TRUSTS,

See ANTI-TRUST AFFIDAVITS; MONOPOLIES; VOTING TRUST AGREEMENT.

TUNNELS,

clause in articles of corporation organized to construct, 363.

TURBINE ENGINES,

object clause in articles of manufacturing corporations, 439.

TYPESETTING MACHINE,

object clause in articles of manufacturing corporation, 440.

TYPEWRITING MACHINES,

object clause in articles of corporation dealing in, 441.

U**UNDERTAKERS,**

object clause in articles of burial corporations, 442.

[References are to Numbers of Forms.]

UNDERTAKING,

by foreign corporation filed with attorney-general of Nebraska, 809.

UNDERWRITING,

See INSURANCE.

agreement for, 718-722.

bonds, 721.

object clause in articles of underwriting corporation, 443.

syndicates for such purpose, 718.

UNION PACIFIC RAILROAD COMPANY,

notice of annual meeting, 557.

UNITED STATES SHIP BUILDING COMPANY,

underwriting agreement, 720.

UNITED STATES STEEL CORPORATION,

by-laws of, 592.

form of articles of incorporation, 72.

UTAH,

application of foreign corporation to do business, 866.

articles of incorporation, 95.

official acknowledgment, 541.

resolution of foreign corporation accepting constitutional provisions,
867.

V

VACUUM CLEANER,

object clause in articles of manufacturing corporation, 444.

VACANCIES,

by-laws providing manner of filling, 590, 591.

elections to fill, 589.

VALUATION,

of property in general articles, 24.

VALVES,

object clause in articles of manufacturing corporation, 445.

VERIFICATION,

See ACKNOWLEDGMENTS.

of articles of incorporation, 25.

VERMONT,

annual tax return of foreign corporation, 872.

application of foreign corporation to do business, 869.

application to legislature for charter, 96a.

articles of incorporation, 96, 96a.

[References are to Numbers of Forms.]

VERMONT—*Continued.*

certified and sworn copies of articles of incorporation of foreign corporations in Vermont, 871.

designation of agent of foreign corporation and returns for registration, 870.

official acknowledgment, 542.

VESSELS,

object clause in articles of corporation organized to operate, 450.

VIADUCTS,

clause in articles of corporation organized to construct, 363.

VICE-PRESIDENT,

by-laws fixing powers of, 590, 591.

providing for election of, 590.

VIEWS,

object clause in articles of corporation making stereopticon views, 411.

VIRGINIA,

acceptance of agent of foreign corporation of appointment as agent, 875.

annual report of foreign corporation, 876.

application of foreign corporation to do business, 873.

appointment of resident agent of foreign corporation, 874.

articles of incorporation, 97.

certificate of judge as to incorporation, 98.

official acknowledgment, 543.

VOLUNTARY ASSOCIATION,

articles of incorporation under Indiana laws, 45.

under Wisconsin laws, 102.

without capital stock, 31.

VOLUNTARY DISSOLUTION,

See DISSOLUTION.

VOTES,

See ELECTIONS.

right of preference shares to vote, 474.

VOTING MACHINE COMPANY,

subscription agreement for, 7, 12.

VOTING TRUSTS,

agreements, 583-585.

on reorganization, 585.

[References are to Numbers of Forms.]

W

WAIVER,

- by-laws providing for waiver of notice of meetings, 591.
- of notice in call for first meeting of directors, 624, 625.
- of notice of calls, 654.
- of notice of first meeting, 551.
- of special meeting, 575.

WAREHOUSES,

- object clause in articles of corporation formed to store cereals, 171.
- object clause in articles of operating corporation, 446, 452.

WAREHOUSE RECEIPTS,

- issuance of, by brandy manufacturers, 146.

WASHINGTON,

- articles of incorporation, 99.
- designation of agent and place of business of foreign corporation in Washington, 878.
- general form of official acknowledgment, 487.
- official acknowledgment, 544.

WATCHES,

- object clause in articles of manufacturing corporation, 447.

WATER,

- object clause in articles of water corporation, 448.

WATER HEATERS,

- object clause in articles of manufacturing corporation, 449.

WATER TRANSPORTATION,

- object clause in articles of operating corporation, 450.

WEAPONS,

See FIREARMS.

WELDING,

- object clause in articles of corporation making welded goods, 451.

WEST VIRGINIA,

- acknowledgment of articles of incorporation, 488.
- application of foreign corporation to do business, 879.
- articles of incorporation, 100.
- designation of attorney of foreign corporation, 881.
- official acknowledgment, 545.
- preliminary report of foreign corporation, 880.

WHARVES AND WAREHOUSES,

- object clause in articles of operating corporation, 452.
- 47—THOMP. CORP. VII.

[References are to Numbers of Forms.]

WHEELS AND SPOKES,

object clause in articles of manufacturing corporation, 453.

WISCONSIN,

annual report of foreign corporation, 886.

application of foreign corporation to do business, 882.

articles of incorporation, 101, 102.

of voluntary associations, 102.

certificate of increase of capital stock of foreign corporation, 885.

certificate of newly elected officers of foreign corporation, 884.

official acknowledgment, 546.

statement filed with articles of incorporation of foreign corporation,
883.

WITHDRAWAL,

of subscriptions, 17.

WOOD PULP,

object clause in articles of manufacturing corporation, 454.

WOODWORKING,

object clause in articles of dealing corporation, 455.

WOOLEN AND WORSTED GOODS,

object clause in articles of manufacturing corporation, 456.

WRECKING COMPANY,

object clause in articles of operating corporation, 457, 458.

WYOMING,

application of foreign corporation to do business, 887.

articles of incorporation, 103.

designation of office and agent of foreign corporation, 888.

official acknowledgment, 547.

Y

YARN MILLS,

object clause in articles of operating corporation, 459.

Whole Number of Pages, 758.

LAW LIBRARY
UNIVERSITY OF CALIFORNIA
LOS ANGELES

UC SOUTHERN REGIONAL LIBRARY FACILITY



AA 000 818 658 7

